

**HEARING DATE: TO BE DETERMINED**

TOGUT, SEGAL & SEGAL LLP  
One Penn Plaza  
New York, New York 10119  
Telephone: (212) 594-5000  
Facsimile: (212) 967-4258  
Albert Togut  
Frank A. Oswald  
*Conflicts Counsel for the Debtors  
and Debtors in Possession*

1<sup>st</sup> Interim Fees Sought: \$529,364.00  
1<sup>st</sup> Interim Expenses Sought: \$3,107.43

**Total 1<sup>st</sup> Interim Fees & Expenses Sought: \$532,471.43**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re:	: Chapter 11
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	: Case No. 09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i> ,	:
	:
Debtors.	: (Jointly Administered)
	:
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**SUPPLEMENT TO FIRST APPLICATION OF TOGUT, SEGAL & SEGAL LLP  
AS CONFLICTS COUNSEL FOR THE DEBTORS FOR  
ALLOWANCE OF INTERIM COMPENSATION FOR SERVICES  
RENDERED FOR THE PERIOD DECEMBER 21, 2009 THROUGH  
MAY 31, 2010, AND FOR REIMBURSEMENT OF EXPENSES**

**TABLE OF CONTENTS**

- DETAILED MONTHLY TIME RECORDS FOR THE PERIOD DECEMBER 21, 2009 THROUGH MAY 31, 2010.
- DETAILED MONTHLY EXPENSE RECORDS FOR THE PERIOD DECEMBER 21, 2009 THROUGH MAY 31, 2010.

MONTHLY TIME AND EXPENSE RECORDS FOR THE PERIOD  
DECEMBER 21, 2009 THROUGH JANUARY 31, 2010

OBJECTION DATE: March 17, 2010  
AT: 10:00 a.m.

TOGUT, SEGAL & SEGAL LLP  
One Penn Plaza  
New York, New York 10119  
Telephone: (212) 594-5000  
Facsimile: (212) 967-4258  
Albert Togut  
Frank A. Oswald  
*Conflicts Counsel for the Debtors  
and Debtors in Possession*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

MOTORS LIQUIDATION COMPANY, *et al.*,  
f/k/a General Motors Corp., *et al.*,

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

**MONTHLY STATEMENT OF SERVICES RENDERED AND  
EXPENSES INCURRED BY TOGUT, SEGAL & SEGAL LLP,  
AS CONFLICTS COUNSEL TO THE DEBTORS, FOR THE  
PERIOD DECEMBER 16, 2009 THROUGH JANUARY 31, 2010**

TO THE HONORABLE ROBERT E. GERBER,  
UNITED STATES BANKRUPTCY JUDGE:

In accordance with the Administrative Orders, dated June 24, 1991 and April 21, 1995, governing fees and disbursements for professionals in the Southern District of New York bankruptcy cases (collectively, the "Administrative Orders") and this Court's Order, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1, Establishing Procedures for Interim Monthly Compensation for Professionals (Docket No. 1334) (the "Interim Compensation Order"), Togut, Segal & Segal LLP (the "Togut Firm"), as conflicts

counsel to the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby submits its Monthly Statement (the "Statement") of Services Rendered and Expenses Incurred for the Period December 16, 2009 through January 31, 2010 (the "Statement Period").

**Itemization of Services Rendered and Disbursements Incurred**

1. Attached hereto as "Exhibit A" is a summary of the services rendered by the Togut Firm for which compensation is sought, by project category. During the Statement Period, the Togut Firm was required to devote a substantial amount of time to rendering legal services on multiple matters, including, but not limited to:<sup>1</sup>

**Deutsche Bank Setoff.**

2. The Togut Firm has taken initial steps to prepare a response to the Motion by Deutsche Bank AG for Relief from Automatic Stay to Effect Setoff (the "Motion"), of approximately \$24 million on interest rate swaps against an equivalent amount of MLC public indebtedness, including, but not limited to: (i) review and analysis of the Motion and various pleadings and transcripts involving the sale of assets to New GM and the extension of debtor in possession financing to Motors Liquidation Corp. ("MLC"); (ii) review and analysis of ISDA Master Agreement, swap confirmations and related documents concerning interest rate swaps entered into between MLC and Deutsche Bank AG ("Deutsche"); (iii) review and analysis of indentures pursuant to which MLC issued certain public indebtedness that Deutsche alleges it holds as beneficiary; (iv) extensive legal research concerning complex issues

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<sup>1</sup> A full description of the Togut Firm's services during the Statement Period is contained in the time records of the Togut Firm, attached as Exhibit "E."

relevant to the validity and enforceability of right to setoff asserted by Deutsche;  
(v) analysis of, research concerning and preparing responses to points raised by MLC's  
counsel; and (vi) multiple telephone conferences and exchanges of emailed  
correspondence with counsel for Deutsche, MLC, New GM and the Official Unsecured  
Creditors Committee.

#### **Airplane Lease Termination Issues.**

3. The Togut Firm reviewed and analyzed claims asserted by  
SunTrust Leasing and Equipment Co. and AVN Air, LLC, aggregating in excess of  
\$200 million, which arise from the rejection of certain aircraft leases. The Togut Firm's  
services included, but were not limited to, (i) review of lease terms, particularly  
liquidated damages provisions and payment schedules; (ii) collection of relevant  
documents and contracts between the parties; (iii) investigation of facts concerning  
present status of leased airplanes; (iv) research applicable law concerning stipulated  
less value provisions and liquidated damages; and (v) multiple telephone conferences  
and exchanges of emailed correspondence with analysts at Alix Partners and counsel  
for lessors concerning mitigation and related issues to reduce and fix the claims.

#### **Miscellaneous**

4. During the Statement Period, the Togut Firm was required to  
provide services in a variety of miscellaneous matters:

- Communicated with Weil Gotshal & Manges LLP, lead counsel to the Debtors, concerning, among other things, coordination of the Togut Firm's role in the Debtors' case and delegation of projects to promote coordination and avoid duplication of effort;
- Participated in calls, meetings, e-mails and correspondence with parties in interest as needed, including counsel for the Official Committee of Unsecured Creditors, representatives of the Debtors, and the United States Trustee; and

- Reviewed various motions and related pleadings filed with the Court regarding case and project strategy, and potential issues of concern.

5. Attached hereto as "Exhibit B" is a listing of the Togut Firm's professionals and paraprofessionals, including the standard hourly rate for each attorney<sup>2</sup> and paraprofessional<sup>3</sup> (collectively, the "Togut Firm Professionals") who rendered services to the Debtors in connection with these chapter 11 cases during the Statement Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each Togut Firm Professional.

6. Attached hereto as "Exhibit C" is a summary of the types of expenses for which reimbursement is sought. Attached hereto as "Exhibit D" is a detailed itemization of such expenses.

7. Attached hereto as "Exhibit E" are the time records of the Togut Firm, which provide a daily summary of the time spent by each Togut Firm Professional during the Statement Period by project category.

**Total Fees and Expenses Sought for the Statement Period**

8. The total amounts sought for fees for professional services rendered and reimbursement of expenses incurred for the Statement Period are:

Total Fees	\$141,083.54
Total Disbursements	<u>\$452.54</u>
<b>TOTAL</b>	<b><u>\$141,536.08</u></b>

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<sup>2</sup> Attorneys include partners, of counsel, associates and law clerks.

<sup>3</sup> Paraprofessionals include paralegals, legal support personnel, project assistants and staff members.

9. Pursuant to the Interim Compensation Order, the Togut Firm seeks payment of \$113,319.37 from the Debtors for the Statement Period (the "Interim Amount"), representing (a) 80% of the Togut Firm's total fees for services rendered and (b) 100% of the total disbursements incurred.

**Notice and Objection Procedures**

10. In accordance with the Interim Compensation Order, notice of the Statement has been served upon the following parties (collectively, as further defined in the Interim Compensation Order, the "Notice Parties"): (i) the Debtors, Motors Liquidation Company, 300 Renaissance Center, Detroit, Michigan 48265 (Attn: Ted Stenger); (ii) the attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Stephen Karotkin, Esq. and Joseph Smolinsky, Esq.); (iii) the attorneys for the Creditors' Committee, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Esq. and Robert Schmidt, Esq.); and (iv) the United States Trustee, 33 Whitehall Street, 22nd Floor, New York, New York 10004 (Attn: Diana G. Adams, Esq.). The Togut Firm believes that no further notice is required.

11. Pursuant to the Interim Compensation Order, objections to this Statement, if any, must be served upon the Notice Parties, including the Togut Firm, no later than March 17, 2010 (the "Objection Deadline"), setting forth the nature of the objection, and the specific amount of fees and expenses at issue.

12. If no objections to the Statement are received on or before the Objection Deadline, the Debtors will pay to the Togut Firm 80% of the fees and 100% of the expenses identified in the Statement.



13. To the extent an objection to the Statement is received on or before the Objection Deadline, the Debtors will withhold payment of that portion of the Statement to which the objection is directed, and will promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: New York, New York  
March 1, 2010

1  
TOGUT, SEGAL & SEGAL LLP  
Conflicts Counsel for the Debtors  
and Debtors in Possession  
By:

/s/ Albert Togut  
ALBERT TOGUT  
FRANK A. OSWALD  
Members of the Firm  
One Penn Plaza, Suite 3335  
New York, New York 10119  
(212) 594-5000

# EXHIBIT A

## Summary Report

2/22/2010

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Name/Description	Slip Hours	Slip Amount
Automatic Stay Issues	63.1	22,855.50
Case Status/Strategy	2.1	1,722.50
Claims	106.1	49,177.00
General	0.0	452.54
Other Litigation	71.2	48,204.00
Retention of Professionals	17.0	13,542.00
Setoff Issues	11.4	5,130.00
Grand Total:	270.9	141,083.54

# EXHIBIT B

M/Motors Liquidation  
2/1/2009...1/31/2010Togut, Segal & Segal LLP  
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	Name/Description	Slip Hours	Slip Amount
togut	Albert Togut	6.6	6,326.54
moore	Brian Moore	1.7	977.50
person	Dawn Person	5.5	1,567.50
chafetz	Eric Chafetz	52.8	23,760.00
novikoff	Elyse Novikoff	10.4	2,860.00
oswald	Frank A. Oswald	10.4	8,388.00
magaliff	Howard Magaliff	5.2	3,668.00
hamersky	Michael Hamersky	58.0	19,410.00
berger	Neil Berger	6.5	5,064.50
moss	Naomi Moss	34.9	10,295.50
millin	Richard Millin	47.6	34,034.00
ratner	Scott E. Ratner	31.3	24,732.00
	Grand Total:	270.9	141,083.54

# EXHIBIT C

## Summary Report

2/22/2010

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Name/Description	Slip Hours	Slip Amount
Online Research	0.0	191.62
Photocopies	0.0	260.20
Telephone	0.0	0.72
Grand Total:	0.0	452.54

# EXHIBIT D



Matter: General				
1/1/10	atogut / Telephone General	E	0.0 0.72	0.72 Billable
#345644	TS&S monthly telephone for January 2010.			
1/1/10	atogut / Photocopies General	E	0.0 260.20	260.20 Billable
#348466	TS&S monthly photocopies for January 2010.			
1/1/10	atogut / Online Research General	E	0.0 191.62	191.62 Billable
#350976	TS&S Monthly on-line research (Westlaw) for January 2010.			
Matter Total:			0.00	452.54
Total Time Bill:				140,631.00
Total Time Non Bill:				
Total Costs Bill:				452.54
Total Costs Non Bill:				
Total Non Billable:				
Total Billable:				141,083.54
Grand Total:				141,083.54

# EXHIBIT E

2/1/2009...1/31/2010

Fogut, Segal & Segal LLP  
Client Billing Report2/22/2010  
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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
<b>Matter: Automatic Stay Issues</b>				
12/22/09	foswald / Comm. Profes. Automatic Stay Issues	T	0.2 770.00	154.00 Billable
#341375	Email SER re Deutsche Bank setoff motion issues.			
12/23/09	hmagaliff / OC/TC strategy Automatic Stay Issues	T	0.2 680.00	136.00 Billable
#339595	Confer with SER about Deutsche Bank's motion for relief to effect ISDA setoff.			
12/23/09	hmagaliff / OC/TC strategy Automatic Stay Issues	T	0.5 680.00	340.00 Billable
#339628	Review Deutsche Bank's motion for relief to effect ISDA setoff.			
12/23/09	hmagaliff / OC/TC strategy Automatic Stay Issues	T	0.3 680.00	204.00 Billable
#339713	Confer with SER and MDH re Deutsche Bank motion.			
12/23/09	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.3 295.00	88.50 Billable
#339748	OC w SER & HPM re: Deutsche Bank setoff dispute			
12/23/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.9 295.00	265.50 Billable
#339749	Analysis of relevant pleadings re: Deutsche Bank setoff dispute			
12/23/09	mhamersky / Review Docs. Automatic Stay Issues	T	0.6 295.00	177.00 Billable
#339750	Review preliminary research re: Deutsche Bank setoff dispute			
12/23/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.4 295.00	118.00 Billable
#339751	Review and analysis of relevant correspondence re: Deutsche Bank setoff dispute			

3M/Motors Liquidation

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**Segal & Segal LLP**  
**Client Billing Report**

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/23/09	sratner / Comm. Profes. Automatic Stay Issues	T	0.4 760.00	304.00 Billable
#340340	TC R. Berkovitz re status Deutsche Bank setoff dispute			
12/23/09	sratner / OC/TC strategy Automatic Stay Issues	T	1.1 760.00	836.00 Billable
#340341	Conferences HM, MH, RKM re status/strategy Deutsche Bank setoff dispute and factual/legal issues			
12/24/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.9 295.00	265.50 Billable
#339952	Review and analysis of declaration in support of Deutsche Bank motion for relief from automatic stay to effect setoff and exhibits			
12/24/09	mhamersky / Research Automatic Stay Issues	T	1.6 295.00	472.00 Billable
#339953	Research concerning Deutsche Bank motion for relief from automatic stay to effect setoff and exhibits			
12/24/09	hmagaliff / Review Docs. Automatic Stay Issues	T	0.4 680.00	272.00 Billable
#340016	Review documents relating to Deutsche Bank setoff motion.			
12/28/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.2 295.00	59.00 Billable
#341273	Review and analysis of claims procedures order for Deutsche motion/claim			
12/28/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.9 295.00	265.50 Billable
#341274	Review and analysis of Deutsche Bank objection to DIP order			
12/28/09	mhamersky / Review Docs. Automatic Stay Issues	T	0.6 295.00	177.00 Billable
#341276	Review of final DIP order			

## Client Billing Report

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/28/09	mhamersky / Review Docs. Automatic Stay Issues	T	0.7 295.00	206.50 Billable
#341277	Review of amendment to DIP order			
12/29/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.8 295.00	236.00 Billable
#341283	Review and analysis of master sale and purchase agreement			
12/29/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	1.3 295.00	383.50 Billable
#341284	Review and analysis of order authorizing sale of assets			
12/29/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.9 295.00	265.50 Billable
#341285	Review and analysis of Debtors' sale motion			
12/30/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.4 295.00	118.00 Billable
#341288	Review and analysis of first update to sellers' disclosure statement			
12/30/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.1 295.00	29.50 Billable
#341289	Review and analysis of notice of sale hearing			
12/30/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.2 295.00	59.00 Billable
#341290	Review and analysis of reclamation claims procedures order			
12/30/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.1 295.00	29.50 Billable
#341291	Review and analysis of updated schedules from MSPA amendment			

GM/Motors Liquidation  
2/1/2009...1/31/2010

**Togut, Segal & Segal LLP**  
**Client Billing Report**

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/30/09	mhamersky / Exam/Analysis Automatic Stay Issues	T	1.1 295.00	324.50 Billable
#341292	Review and analysis of sale of assets decision			
1/4/10	hmagaliff / Review Docs. Automatic Stay Issues	T	0.3 720.00	216.00 Billable
#341092	Review SemCrude decision re triangular setoff in bankruptcy.			
1/4/10	hmagaliff / OC/TC strategy Automatic Stay Issues	T	0.7 720.00	504.00 Billable
#341489	Conferences with RKM about Deutsche Bank motion for relief, strategy, issues to follow up, etc.			
1/4/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#341500	OC w RKM re: Deutsche Bank setoff strategy and next steps			
1/4/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.1 345.00	34.50 Billable
#341501	OC w HPM re: Deutsche Bank setoff strategy and next steps			
1/4/10	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.8 345.00	276.00 Billable
#341502	Review and analysis of correspondence between Weil Gotshal and Bingham McCutchen re: Deutsche Bank setoff dispute			
1/4/10	hmagaliff / Review Docs. Automatic Stay Issues	T	0.3 720.00	216.00 Billable
#341516	Review GM sale documents re accounts receivable, DB swap payment.			
1/5/10	hmagaliff / OC/TC strategy Automatic Stay Issues	T	0.1 720.00	72.00 Billable
#341666	Call with SER and RKM about response date and hearing for DB motion re setoff.			

## Client Billing Report

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/5/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#341820	OC w RKM re: Deutsche Bank setoff research issues			
1/5/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.1 345.00	34.50 Billable
#341821	OC w HPM re: Deutsche Bank setoff research issues			
1/5/10	mhamersky / Research Automatic Stay Issues	T	0.9 345.00	310.50 Billable
#341822	Research of law re: Triangular setoffs as they relate to Deutsche Bank setoff research issues			
1/5/10	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.6 345.00	207.00 Billable
#341823	Review and analysis of ISDA re: Deutsche Bank setoff research issues			
1/7/10	hmagaliff / OC/TC strategy Automatic Stay Issues	T	1.8 720.00	1,296.00 Billable
#342230	Multiple conferences with RKM about analysis of Deutsche Bank setoff issues (.9); conferences with SER re same (.5); conferences with RKM and SER (.4).			
1/7/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#342390	OC w RKM re: Deutsche Bank setoff dispute			
1/11/10	hmagaliff / OC/TC strategy Automatic Stay Issues	T	0.1 720.00	72.00 Billable
#343210	Confer with SER about retained liability of Deutsche Bank as member of revolver lender group.			
1/11/10	mhamersky / Research Automatic Stay Issues	T	1.7 345.00	586.50 Billable
#343245	Research re: Letters of credit as it relates to Deutsche Bank setoff dispute			

M/Motors Liquidation

Rogut, Segal &amp; Segal LLP

## Client Billing Report

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/11/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.6 345.00	207.00 Billable
#343246	OC w RKM re: Research issues relates to Deutsche Bank setoff dispute			
1/11/10	mhamersky / Exam/Analysis Automatic Stay Issues	T	0.4 345.00	138.00 Billable
#343247	Review and analysis of ISDA re: Deutsche Bank setoff dispute			
1/12/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#344488	OC w RKM re: Deutsche Bank setoff dispute research issues			
1/12/10	mhamersky / Research Automatic Stay Issues	T	0.9 345.00	310.50 Billable
#344514	Research re: Collier's re: Deutsche Bank setoff dispute			
1/12/10	mhamersky / Research Automatic Stay Issues	T	0.8 345.00	276.00 Billable
#344515	Research re: Relevant case law re: Deutsche Bank setoff dispute			
1/13/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.3 345.00	103.50 Billable
#344401	OC w RKM re: Research issues affecting Deutsche Bank setoff dispute			
1/13/10	mhamersky / Research Automatic Stay Issues	T	1.4 345.00	483.00 Billable
#344403	Research re: ISDA case law re: Deutsche Bank setoff dispute			
1/13/10	mhamersky / Research Automatic Stay Issues	T	1.8 345.00	621.00 Billable
#344405	Research re: Letters of credit setoff case law re: Deutsche Bank setoff dispute			



**Pegut, Segal & Segal LLP**  
**Client Billing Report**

2/22/2010  
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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/13/10	mhamersky / Research Automatic Stay Issues	T	2.3 345.00	793.50 Billable
#344407	Research re: Bankruptcy treatises re: Deutsche Bank setoff dispute			
1/14/10	mhamersky / Inter Off Memo Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#344268	Email exchange w RKM re: Deutsche Bank setoff dispute research			
1/15/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#344535	OC w RKM re: Research status re: Deutsche Bank setoff dispute			
1/15/10	mhamersky / Research Automatic Stay Issues	T	0.9 345.00	310.50 Billable
#344551	Research of law re: Law review article re: Deutsche Bank setoff dispute			
1/15/10	mhamersky / Research Automatic Stay Issues	T	1.7 345.00	586.50 Billable
#344552	Research of law re: Bankruptcy journal articles re: Deutsche Bank setoff dispute			
1/15/10	enovikoff / OC/TC strategy Automatic Stay Issues	T	1.9 275.00	522.50 Billable
#345077	OCs with RKM re: DB motion for relief from automatic stay to effect setoff and instructions for researching issues			
1/15/10	enovikoff / Research Automatic Stay Issues	T	3.5 275.00	962.50 Billable
#345078	Research Westlaw, USCA, and Colliers re: DB motion for relief from automatic stay to effect setoff and swap agreements for Debtors' response to motion			
1/16/10	enovikoff / Research Automatic Stay Issues	T	1.6 275.00	440.00 Billable
#345087	Research secondary sources re: DB motion to effect setoff and swap agreements			

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## Client Billing Report

2/22/2010  
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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/18/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.8 345.00	276.00 Billable
#345047	OC w RKM re: Research issues related to Deutsche Bank setoff dispute			
1/18/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#345048	OC w EC re: Research issues related to Deutsche Bank setoff dispute			
1/18/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#345049	OC w EN re: Research issues related to Deutsche Bank setoff dispute			
1/18/10	mhamersky / Research Automatic Stay Issues	T	2.7 345.00	931.50 Billable
#345050	Research of law re: Section 553 as it relates to Deutsche Bank setoff dispute			
1/18/10	mhamersky / Research Automatic Stay Issues	T	0.8 345.00	276.00 Billable
#345052	Research of law re: Section 362 as it relates to Deutsche Bank setoff dispute			
1/18/10	mhamersky / Research Automatic Stay Issues	T	1.6 345.00	552.00 Billable
#345053	Research of law re: S.D.N.Y. case law as it relates to Deutsche Bank setoff dispute			
1/18/10	enovikoff / OC/TC strategy Automatic Stay Issues	T	0.8 275.00	220.00 Billable
#345089	OC with EC re: setoff research and DB motion to lift stay (.2); OC with MH re: same (.1); OC with RKM re: same (.5)			
1/18/10	enovikoff / Research Automatic Stay Issues	T	2.5 275.00	687.50 Billable
#345093	Research Westlaw, secondary sources and colliers re: DB motion to lift stay to effect setoff			

## Client Billing Report

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	mhamersky / Inter Off Memo Automatic Stay Issues	T	0.2 345.00	69.00 Billable
#345339	Review of RKM memo re: Deutsche Bank setoff dispute			
1/19/10	mhamersky / Research Automatic Stay Issues	T	1.8 345.00	621.00 Billable
#345342	Research of law re: Case law relevant to Deutsche bank setoff dispute			
1/19/10	enovikoff / OC/TC strategy Automatic Stay Issues	T	0.1 275.00	27.50 Billable
#346118	OC with RM re: automatic stay and setoff issues			
1/20/10	mhamersky / Research Automatic Stay Issues	T	2.4 345.00	828.00 Billable
#345317	Rsearch of law re: Treatises that discuss letters of credit re: Deutsche Bank setoff dispute			
1/20/10	mhamersky / Research Automatic Stay Issues	T	1.9 345.00	655.50 Billable
#345318	Rsearch of law re: Articles that discuss letters of credit re: Deutsche Bank setoff dispute			
1/21/10	mhamersky / Research Automatic Stay Issues	T	1.9 345.00	655.50 Billable
#345796	Research of law re: Case law relevant to Deutsche Bank setoff dispute			
1/22/10	mhamersky / Research Automatic Stay Issues	T	0.8 345.00	276.00 Billable
#346315	Research of law re: Statutory annotations relevant to Deutsche Bank setoff dispute			
1/25/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.3 345.00	103.50 Billable
#346377	OC w RKM re: Research issues relevant to Deutsche Bank setoff dispute			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/25/10	mhamersky / Research Automatic Stay Issues	T	0.9 345.00	310.50 Billable
#346379	Research of law re: Party control as it relates to Deutsche Bank setoff dispute			
1/26/10	mhamersky / Research Automatic Stay Issues	T	0.8 345.00	276.00 Billable
#347524	Research of law re: Discretion as it relates to timing re: Deutsche Bank setoff issue			
1/29/10	mhamersky / OC/TC strategy Automatic Stay Issues	T	0.1 345.00	34.50 Billable
#347517	OC w RKM re: Research issues for Deutsche Bank setoff dispute			
1/29/10	mhamersky / Research Automatic Stay Issues	T	0.4 345.00	138.00 Billable
#347518	Research of law re: U.S.C.A. as it relates to Deutsche Bank setoff dispute			
Matter Total:		63.10		22,855.50

## Matter: Case Status/Strategy

12/20/09	atogut / Correspondence Case Status/Strategy	T	0.1 890.00	89.00 Billable
#351339	E-mail to Karotkin for call			
12/22/09	nberger / Comm. Profes. Case Status/Strategy	T	0.5 765.00	382.50 Billable
#339563	GM - T/c w/ AT, FAO and WG&M - case status - TS&S role (.3); Follow-up o/c w/ FAO and AT (.2).			
12/22/09	foswald / Comm. Profes. Case Status/Strategy	T	0.2 770.00	154.00 Billable
#341346	Emails with AT and NB re call with Weil - case status, projects.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/22/09	foswald / Comm. Profes. Case Status/Strategy	T	0.3 770.00	231.00 Billable
#341347	Call with Smolinsky, Berkovitch, AT and NB re case status, projects.			
12/22/09	foswald / OC/TC strategy Case Status/Strategy	T	0.2 770.00	154.00 Billable
#341373	Follow-up conference with AT/NB re Team, next steps.			
12/22/09	atogut / Inter Off Memo Case Status/Strategy	T	0.3 890.00	267.00 Billable
#351343	E-mail exchange FAO re Weil coordination			
12/22/09	atogut / Comm. Profes. Case Status/Strategy	T	0.3 890.00	267.00 Billable
#351344	TC with Smolinsky and Berkovitz re background			
12/22/09	atogut / Inter Off Memo Case Status/Strategy	T	0.2 890.00	178.00 Billable
#351345	TC with FAO and NB re next steps			
Matter Total:		2.10		1,722.50

## Matter: Claims

1/14/10	sratner / Comm. Profes. Claims	T	0.3 800.00	240.00 Billable
#344646	TC with E. Lederman re GE aircraft lease rejection claims.			
1/14/10	sratner / Correspondence Claims	T	0.3 800.00	240.00 Billable
#344647	Emails E. Lederman re GE aircraft lease rejection claims.			
1/14/10	sratner / Correspondence Claims	T	0.4 800.00	320.00 Billable
#344648	Emails FAO, AT re GE aircraft lease rejection claims.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/15/10	foswald / Inter Off Memo Claims	T	0.2 810.00	162.00 Billable
#346199	Emails SER re Aircraft lease rejection claims handoff from WGM.			
1/15/10	sratner / Review Docs. Claims	T	1.8 800.00	1,440.00 Billable
#346881	Review documents furnished by WGM re aircraft lease rejection claims aggregating \$200 mil., etc.			
1/18/10	sratner / Correspondence Claims	T	0.3 800.00	240.00 Billable
#345429	Emails E. Lederman, FAO, M. Smith re call concerning GE and Sun Trust aircraft lease rejection claims.			
1/18/10	sratner / Review Docs. Claims	T	2.2 800.00	1,760.00 Billable
#345435	Review Motion to reject aircraft leases and documentation re GE aircraft leases			
1/18/10	foswald / Inter Off Memo Claims	T	0.3 810.00	243.00 Billable
#346208	Emails SER re issues for call with Alix and WGM concerning Aircraft lease rejection \$200 mil plus claims.			
1/18/10	foswald / Review Docs. Claims	T	1.5 810.00	1,215.00 Billable
#346209	Review Aircraft lease rejection issues for call, stipulation loss value vs. liquidated damages, mitigation, UCC vs. bankruptcy, etc.			
1/19/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#344815	Rvw e-mail from FAO re: GM claims project concerning aircraft and airport lease rejection			
1/19/10	nmoss / OC/TC strategy Claims	T	0.7 295.00	206.50 Billable
#344836	OC led by FAO re: discussing issues and strategy to address rejected aircraft lease claims and related matters.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	echafetz / OC/TC strategy Claims	T	0.7 450.00	315.00 Billable
#344839	OC w/ FAO, RKM, NM and MH re: Issues with and strategy to address aircraft rejection claims aggregating \$200 mil plus and related matters			
1/19/10	echafetz / OC/TC strategy Claims	T	0.3 450.00	135.00 Billable
#344841	OC w/ RKM and MH re: Issues with and strategy to address aircraft rejection claims and related matters			
1/19/10	echafetz / Review Docs. Claims	T	0.5 450.00	225.00 Billable
#344869	Rvw and analyze motion by Debtors for Entry Of Order Pursuant to Section 365 Authorizing the Rejection of Aircraft and Airport Lease Agreements and for Related Relief			
1/19/10	echafetz / Review Docs. Claims	T	0.3 450.00	135.00 Billable
#344881	Rvw and analyze docket to determine if any responses or other documents were filed by AVN or Sun Trust or any other interested party to Motion by Debtors for Entry Of Order Pursuant to Section 365 Authorizing the Rejection of Aircraft and Airport Lease Agreements and for Related Relief			
1/19/10	echafetz / Review Docs. Claims	T	0.4 450.00	180.00 Billable
#344884	Rvw and analyze Hearing Transcript on Motion by Debtors for Entry Of Order Pursuant to Section 365 Authorizing the Rejection of Aircraft and Airport Lease Agreements and for Related Relief (.2); Rvw and analyze entered order authorizing rejection (.2)			
1/19/10	echafetz / Review Docs. Claims	T	0.3 450.00	135.00 Billable
#344890	Rvw and analyze proof of claim and accompanying documentation filed by AVN			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	echafetz / Review Docs. Claims	T	1.9 450.00	855.00 Billable
#344895	Rvw and analyze aircraft lease S/N 4013 dated as of 9/1/05 with AVN			
1/19/10	echafetz / Review Docs. Claims	T	0.4 450.00	180.00 Billable
#344930	Rvw and analyze aircraft lease S/N 4019 dated as of 9/05 with AVN			
1/19/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#344941	OCs w/ NM re: Various issues with lease rejection damage research for the AVN and SunTrust claims			
1/19/10	nmoss / OC/TC strategy Claims	T	0.1 295.00	29.50 Billable
#344959	OC w/ RKM re: discussing Code provisions relating to airline lease rejections			
1/19/10	nmoss / Review Docs. Claims	T	1.2 295.00	354.00 Billable
#344960	Review memorandum of law and relevant underlying briefs, filed in other chapter 11 cases concerning rejection claims based on stipulated loss value contract provisions or similar provisions			
1/19/10	nmoss / Research Claims	T	1.2 295.00	354.00 Billable
#344961	Re: Sun Trust and and AVN Air Claims. Research Code sections 365 and 1110 concerning lease rejection and special provisions relating to aircraft. Research legislative history.			
1/19/10	echafetz / Review Docs. Claims	T	0.8 450.00	360.00 Billable
#344974	Rvw and analyze aircraft lease S/N 4016 dated as of 9/20/05 with AVN			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	nmoss / OC/TC strategy Claims	T	0.2 295.00	59.00 Billable
#344976	Confer with RKM regarding issues related to the liquidated damages provisions contained in the rejected aircraft leases with AVN Air and Sun Trust.			
1/19/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#344989	TC w/ MH and RKM re: Issues with rejection of aircraft leases with Sun Trust and AVN			
1/19/10	nmoss / Research Claims	T	1.3 295.00	383.50 Billable
#344994	Re: Sun Trust and AVN Claims. Research Westlaw for case law concerning the allowance of liquidated damages.			
1/19/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#344995	Draft e-mail to RKM, NM and MH re: Order granting Debtors' authority to reject aircraft leases and transcript of hearing			
1/19/10	nmoss / Research Claims	T	1.6 295.00	472.00 Billable
#344997	Re: Sun Trust and AVN Claims. Research Westlaw for case law concerning the allowance of liquidated damages under New York law.			
1/19/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#345003	Rvw e-mail chain b/w SER and various Weil attorneys re: Issues with Aircraft lease rejection			
1/19/10	echafetz / Review Docs. Claims	T	0.5 450.00	225.00 Billable
#345004	Rvw and analyze aircraft lease S/N 4026 dated as of 9/05 with AVN			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	nmoss / Review Docs. Claims	T	0.2 295.00	59.00 Billable
#345006	Review transcript and court Order allowing the rejection of the AVN and Sun Trust aircraft leases.			
1/19/10	echafetz / Review Docs. Claims	T	0.7 450.00	315.00 Billable
#345019	Begin reviewing and analyzing aircraft hangar lease with the Board of County Road Commissioners of the County of Wayne, Michigan dated 7/5/84			
1/19/10	nmoss / OC/TC strategy Claims	T	0.1 295.00	29.50 Billable
#345026	OC w/ EC re: discussing issues related to the rejection of the Sun Trust and AVN aircraft leases.			
1/19/10	echafetz / OC/TC strategy Claims	T	0.3 450.00	135.00 Billable
#345027	Multiple OCs w/ MH re: Various issues regarding aircraft lease rejection			
1/19/10	nmoss / Review Docs. Claims	T	0.2 295.00	59.00 Billable
#345028	Re: AVN and Sun Trust Rejection Damages. Review SDNY and Second Circuit case law concerning the allowance of liquidated damages.			
1/19/10	foswald / Prepare Meeting Claims	T	0.5 810.00	405.00 Billable
#345284	Prepare for team meeting to address aircraft lease rejection claims.			
1/19/10	foswald / OC/TC strategy Claims	T	0.7 810.00	567.00 Billable
#345285	Conference RM, EC NM and MH re issues and strategy to address multimillion dollar.			
1/19/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#345286	Conference SER re aircraft lease claims issues.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	mhamersky / OC/TC strategy Claims	T	0.7 345.00	241.50 Billable
#345335	OC w FAO, EC, NM & RKM re: Issues and strategy to address aircraft lease rejection and related matters			
1/19/10	mhamersky / OC/TC strategy Claims	T	0.3 345.00	103.50 Billable
#345336	OC w EC & RKM re: Issues and strategy to address aircraft lease rejection and related matters			
1/19/10	mhamersky / OC/TC strategy Claims	T	0.3 345.00	103.50 Billable
#345337	OC w EC re: Issues and strategy to address aircraft lease rejection and related matters			
1/19/10	mhamersky / OC/TC strategy Claims	T	0.2 345.00	69.00 Billable
#345338	OC w RKM re: Issues and strategy to address aircraft lease rejection and related matters			
1/19/10	mhamersky / Exam/Analysis Claims	T	0.2 345.00	69.00 Billable
#345340	Review and analysis of hearing transcript re: Rejection of aircraft leases			
1/19/10	mhamersky / Exam/Analysis Claims	T	2.6 345.00	897.00 Billable
#345341	Review and analysis of Suntrust proof of claim and its attachments, including the two underlying aircraft leases			
1/19/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#345489	OC w/NM re airplane lease research issues			
1/19/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#345490	OC w/KW re background to airplane lease issues			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	rmilin / Correspondence Claims	T	0.2 715.00	143.00 Billable
#345491	Exchange of emails w/KW and NM re precedents relevant to airplane lease matter			
1/19/10	rmilin / Exam/Analysis Claims	T	1.6 715.00	1,144.00 Billable
#345495	Review of airplane lease claim documents to evaluate discovery possibly needed to address same			
1/19/10	rmilin / OC/TC strategy Claims	T	0.7 715.00	500.50 Billable
#345496	OC w/FAO, EC and NM re issues, research, strategy and related matters re airplane lease claims			
1/19/10	rmilin / OC/TC strategy Claims	T	0.3 715.00	214.50 Billable
#345497	OC w/MDH and EC re airplane lease strategic and factual issues			
1/20/10	echafetz / Comm. Others Claims	T	1.2 450.00	540.00 Billable
#345121	Research and draft e-mail to RKM re: Preliminary analysis and additional documents needed to analyze AVN/GE Capital's lease rejection claims			
1/20/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#345172	Research and draft e-mail to RKM re: Issues with the airport hangar rejection motion			
1/20/10	echafetz / Research Claims	T	1.4 450.00	630.00 Billable
#345173	Research whether the aircraft lease rejection provisions of the Code impact the calculation of Stipulated Loss Value damages for the AVN and SunTrust leases			

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1/20/10	nmoss / Research Claims	T	1.4 295.00	413.00 Billable
#345184	Review and summarize case law concerning NY liquidated damages law (1). Review AVN and Sun Trust lease agreement liquidated damages provisions (.4).			
1/20/10	nmoss / Research Claims	T	1.3 295.00	383.50 Billable
#345185	Review and summarize case law concerning NY liquidated damages law for applicability to stipulated loss value claims			
1/20/10	echafetz / Review Docs. Claims	T	0.7 450.00	315.00 Billable
#345187	Begin reviewing and reconciling differences b/w two versions of the AVN / GE Capital leases			
1/20/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#345188	OC w/ RKM re: Various issues with the AVN / GE Capital leases			
1/20/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#345191	OCs w/ NM re: Various issues with aircraft lease rejection research			
1/20/10	nmoss / Review Docs. Claims	T	0.2 295.00	59.00 Billable
#345256	Review EC's summary of the AVN lease.			
1/20/10	echafetz / OC/TC strategy Claims	T	0.6 450.00	270.00 Billable
#345258	OC w/ RKM and MH re: Various issues with the rejection of the AVN/GE Capital and Sun Trust airplane leases			
1/20/10	nmoss / Draft Documents Claims	T	1.2 295.00	354.00 Billable
#345259	Re: AVN and Sun Trust Lease Rejections. Draft internal memorandum summarizing the standard governing liquidated damages in NY.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/20/10	echafetz / Draft Documents Claims	T	0.3 450.00	135.00 Billable
#345262	Begin drafting memorandum to RKM comparing and contrasting liquidated damages provisions in the Sun Trust and AVN /GE Capital airplane lease agreements			
1/20/10	echafetz / Revise Docs. Claims	T	0.6 450.00	270.00 Billable
#345287	Draft supplemental e-mail to RKM re: Status and list of documents related to AVN / GE Capital aircraft leases needed to calculate damages			
1/20/10	nmoss / OC/TC strategy Claims	T	0.1 295.00	29.50 Billable
#345293	OC w/ FAO re: discussing current liquidated damages case law in NY applicability in bankruptcy claims disputes.			
1/20/10	echafetz / OC/TC strategy Claims	T	0.3 450.00	135.00 Billable
#345297	OC w/ MH re: Issues with escrow agreements established under the AVN / GE Capital aircraft leases and termination values in the Sun Trust aircraft leases			
1/20/10	mhamersky / Exam/Analysis Claims	T	0.8 345.00	276.00 Billable
#345313	Review and analysis of Suntrust aircraft leases			
1/20/10	mhamersky / OC/TC strategy Claims	T	0.2 345.00	69.00 Billable
#345314	OC w RKM re: Suntrust aircraft leases rejection			
1/20/10	mhamersky / OC/TC strategy Claims	T	0.3 345.00	103.50 Billable
#345315	OC w EC re: Suntrust & AVN aircraft leases rejection			
1/20/10	mhamersky / OC/TC strategy Claims	T	0.6 345.00	207.00 Billable
#345316	OC w EC & RKM re: Suntrust & AVN aircraft leases rejection			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/20/10	echafetz / Revise Docs. Claims	T	0.6 450.00	270.00 Billable
#345395	Rvs e-mail to RKM re: Preliminary analysis and additional documents needed to analyze lease rejection claims filed by AVN / GE Capital			
1/20/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#345396	OC w/ MH re: E-mail to RKM re: Preliminary analysis and additional documents needed to analyze lease rejection claims filed by AVN / GE Capital			
1/20/10	rmilin / OC/TC strategy Claims	T	0.5 715.00	357.50 Billable
#345504	OC w/NM re research and choice of law issues relevant to airplane leases			
1/20/10	rmilin / OC/TC strategy Claims	T	0.6 715.00	429.00 Billable
#345505	OC w/MDH and EC re issues raised by airplane lease contractual provisions and next steps			
1/20/10	rmilin / Exam/Analysis Claims	T	1.2 715.00	858.00 Billable
#345506	Review of airplane lease documents to consider liquidated damages issues			
1/20/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#345507	OC w/MDH re factual research issues for airplane lease claims			
1/20/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#345508	OC w/FAO re status and strategy of airplane lease claims analysis			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/20/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#345543	Conference with RM re status of aircraft lease rejection claims due diligence and issues.			
1/20/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#345544	Conference with NM re report on research concerning stipulated loss value provisions/liquidated damages.			
1/20/10	nmoss / Revise Docs. Claims	T	0.5 295.00	147.50 Billable
#345603	Revise memo concerning liquidated damages.			
1/20/10	nmoss / Draft Documents Claims	T	1.9 295.00	560.50 Billable
#345605	Draft memo for RKM summarizing the NY law governing the enforcement of liquidated damages.			
1/20/10	nmoss / Draft Documents Claims	T	0.4 295.00	118.00 Billable
#345606	Draft memo for RKM summarizing the NY legal standards governing liquidated damages.			
1/20/10	nmoss / OC/TC strategy Claims	T	0.5 295.00	147.50 Billable
#345607	Multiple OC's with RKM re: discussing the governing law in NY for liquidated damages.			
1/21/10	echafetz / Revise Docs. Claims	T	0.8 450.00	360.00 Billable
#345408	Continue researching and drafting memo re: Status of obtaining and list of documents related to AVN aircraft leases needed to calculate liquidated damages			
1/21/10	echafetz / Review Docs. Claims	T	0.3 450.00	135.00 Billable
#345514	Rvw and analyze various documents to determine whether AVN's and SunTrust's claims were timely filed			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/21/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#345533	Draft e-mail to RKM re: Determining whether AVN's and SunTrust's claims were timely filed			
1/21/10	echafetz / Draft Documents Claims	T	2.6 450.00	1,170.00 Billable
#345545	Continue drafting memorandum comparing and contrasting liquidated damages provisions and other relevant provisions in the Sun Trust and AVN airplane lease agreements			
1/21/10	echafetz / OC/TC strategy Claims	T	0.1 450.00	45.00 Billable
#345560	OC w/ FAO re: Various issues with the rejection of the AVN and SunTrust leases			
1/21/10	nmoss / OC/TC strategy Claims	T	0.2 295.00	59.00 Billable
#345576	OC w/RKM re: discussing liquidated damages law in NY.			
1/21/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#345595	OC w/ NM re: Various issues with liquidated damages research			
1/21/10	nmoss / Revise Docs. Claims	T	1.0 295.00	295.00 Billable
#345598	Review memo for FAO and RKM concerning liquidated damages.			
1/21/10	nmoss / Review Docs. Claims	T	0.6 295.00	177.00 Billable
#345602	Review RKM comments to the memo concerning liquidation damages.			
1/21/10	echafetz / Review Docs. Claims	T	0.2 450.00	90.00 Billable
#345633	Rvw e-mail from MH to RKM re: Issues with SunTrust leases			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/21/10	echafetz / OC/TC strategy Claims	T	0.4 450.00	180.00 Billable
#345679	OC w/ FAO, RKM, NM and MH re: Various issues and strategy with AVN and SunTrust lease rejection			
1/21/10	nmoss / OC/TC strategy Claims	T	0.4 295.00	118.00 Billable
#345680	OC led by FAO re: issues and strategy to address the AVN and SunTrust aircraft lease claims.			
1/21/10	nmoss / OC/TC strategy Claims	T	0.9 295.00	265.50 Billable
#345681	OC w/RKM re: discussing, reviewing and revising NM's memo concerning New York liquidated damages law.			
1/21/10	nmoss / OC/TC strategy Claims	T	0.2 295.00	59.00 Billable
#345682	OC w/RKM re: discussing Article 2A of the UCC and its applicability to the liquidates damages clauses contained in the AVN and SunTrust aircraft lease agreements.			
1/21/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#345683	Draft e-mail to FAO re: Documents needed from Alix Partners associated with the AVN leases			
1/21/10	nmoss / Revise Docs. Claims	T	0.8 295.00	236.00 Billable
#345684	Revise memo concerning liquidated damages based on FAO/RKM input.			
1/21/10	echafetz / Review Docs. Claims	T	0.1 450.00	45.00 Billable
#345690	Rvw e-mail from MH to FAO re: Information needed from Alix Partners related to the SunTrust airplane leases			

GM/Motors Liquidation

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**Logut, Segal & Segal LLP**  
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1/21/10	echafetz / Review Docs. Claims	T	0.1 450.00	45.00 Billable
#345700	Rvw e-mail from FAO to M. Smith and D. Head of Alix Partners re: Documents needed from Alix Partners related to the AVN leases			
1/21/10	nmoss / Research Claims	T	1.4 295.00	413.00 Billable
#345704	Research SDNY bankruptcy law concerning liquidated damages resulting from the breach of leases.			
1/21/10	nmoss / Revise Docs. Claims	T	1.5 295.00	442.50 Billable
#345711	Revise memo for FAO and RKM concerning the standard for enforcement of the liquidated damages clauses contained in the AVN and SunTrust leases.			
1/21/10	echafetz / OC/TC strategy Claims	T	0.5 450.00	225.00 Billable
#345785	Multiple OCs w/ MH re: Comparing and contrasting liquidated damages provisions and other relevant provisions in the Sun Trust and AVN airplane lease agreements			
1/21/10	echafetz / Revise Docs. Claims	T	0.6 450.00	270.00 Billable
#345786	Rvs memorandum to RKM comparing and contrasting liquidated damages provisions and other relevant provisions in the Sun Trust and AVN airplane lease agreements			
1/21/10	mhamersky / Exam/Analysis Claims	T	0.3 345.00	103.50 Billable
#345800	Review and compare liquidated damages provisions between AVN & SunTrust aircraft leases			
1/21/10	mhamersky / Comm. Others Claims	T	0.2 345.00	69.00 Billable
#345801	Email w Alix re: Open issues on SunTrust aircraft lease			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/21/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#345819	Conference with RKM re Aircraft claims discovery.			
1/21/10	foswald / OC/TC strategy Claims	T	0.4 810.00	324.00 Billable
#345822	Conference with Aircraft lease claim team re status of factual and legal due diligence, next steps.			
1/21/10	foswald / Review Docs. Claims	T	1.8 810.00	1,458.00 Billable
#345824	Review NM's research preliminary memo re stipulation loss provisions vs. liquidated damages NY/UCC/Bankruptcy Court and selected SDNY cases.			
1/21/10	nmoss / Review Docs. Claims	T	0.2 295.00	59.00 Billable
#347998	Review MDH summary of the SunTrust aircraft leases.			
1/21/10	nmoss / Revise Docs. Claims	T	0.6 295.00	177.00 Billable
#348005	Review relevant case law used in drafting memo for FAO and RKM concerning liquidated damages.			
1/21/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#348221	OC w/NM re: discussing Article 2A of the UCC and its applicability to the liquidated damages clauses contained in the AVN and Sun Trust aircraft lease agreements.			
1/22/10	nmoss / Revise Docs. Claims	T	1.3 295.00	383.50 Billable
#345727	Re: AVN and SunTrust Aircraft leases. Additional work on memo concerning NY law on liquidated damages.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/22/10	echafetz / Comm. Others Claims	T	0.5 450.00	225.00 Billable
#345765	Rvs and finalize memorandum comparing and contrasting liquidated damages provisions and other relevant provisions in the Sun Trust and AVN airplane lease agreements			
1/22/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#345803	TC w/ RKM re: Various issues with comparison of the liquidated damages provisions and other relevant provisions in the Sun Trust and AVN leases			
1/22/10	echafetz / Comm. Others Claims	T	0.9 450.00	405.00 Billable
#345811	Rvs e-mail to RKM re: Differences between calculations of liquidated damages in the Sun Trust and AVN leases (.7); OC and TCs w/ MH re: Same (.2)			
1/22/10	nmoss / Review Docs. Claims	T	0.4 295.00	118.00 Billable
#345842	Re: AVN and SunTrust Aircraft leases. Review memo for FAO and RKM summarizing NY law on liquidated damages.			
1/22/10	nmoss / Revise Docs. Claims	T	0.7 295.00	206.50 Billable
#345843	Re: AVN and SunTrust Aircraft leases. Review and revise memo for FAO and RKM summarizing NY law on liquidated damages, including review of the relevant case law.			
1/22/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#345860	OC w/ NM re: Various issues with research about liquidation damages			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/22/10	nmoss / Review Docs. Claims	T	0.2 295.00	59.00 Billable
#345864	Review debtor's motion in the SDNY Northwest airlines case, objecting to claims on account of liquidated damages.			
1/22/10	nmoss / Revise Docs. Claims	T	0.2 295.00	59.00 Billable
#345867	Re: AVN and SunTrust Aircraft lease claims. Revise memo for FAO and RKM and send to RKM.			
1/22/10	nmoss / Review Docs. Claims	T	0.3 295.00	88.50 Billable
#345868	Review EC and MDH's summaries of the AVN and SunTrust liquidated damages provisions contained in the rejected aircraft leases.			
1/22/10	echafetz / OC/TC strategy Claims	T	0.4 450.00	180.00 Billable
#345903	OC w/ RKM re: Various issues with calculations of liquidation damages/stipulated loss values in the AVN and SunTrust leases			
1/22/10	echafetz / OC/TC strategy Claims	T	0.6 450.00	270.00 Billable
#345938	OC w/ RKM and MH re: Various issues with calculations of liquidation damages/stipulated loss values in the AVN and SunTrust leases			
1/22/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#345948	Rvw e-mail from M. Smith of Alix Partners re: Additional documents related to AVN / GE Capital aircraft leases			
1/22/10	echafetz / Comm. Others Claims	T	0.3 450.00	135.00 Billable
#345954	Research and draft various e-mails to and rvw various responses from RKM re: Issues with termination values and stipulated loss values in the AVN leases			

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Fogut, Segal &amp; Segal LLP

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/22/10	echafetz / Comm. Others Claims	T	0.9 450.00	405.00 Billable
#346265	Update memorandum comparing and contrasting liquidated damages provisions and other relevant provisions in the Sun Trust and AVN airplane lease agreements to incorporate additional information learned			
1/22/10	mhamersky / OC/TC strategy Claims	T	0.2 345.00	69.00 Billable
#346311	OC w RKM re: SunTrust and AVN aircraft leases strategy and next steps			
1/22/10	mhamersky / OC/TC strategy Claims	T	0.6 345.00	207.00 Billable
#346312	OC w RKM & EC re: SunTrust and AVN aircraft leases strategy and next steps			
1/22/10	mhamersky / Inter Off Memo Claims	T	0.2 345.00	69.00 Billable
#346313	Review memo summarizing differences between SunTrust and AVN liquidated damages provisions			
1/22/10	mhamersky / Comm. Others Claims	T	0.1 345.00	34.50 Billable
#346314	Email w Alix Partners re: SunTrust and AVN liquidated damages provisions			
1/22/10	foswald / Comm. Profes. Claims	T	0.2 810.00	162.00 Billable
#347328	Emails with Alix re additional information needed to evaluate aircraft lease rejection claims.			
1/22/10	foswald / Review Docs. Claims	T	1.2 810.00	972.00 Billable
#347330	Review select cases from NM research concerning liquidated damages as penalties in context of "secured creditor" claims.			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/22/10	rmillin / Correspondence Claims	T	0.4 715.00	286.00 Billable
#348223	Airplane leases: Exchange of emails with EC re damages calculations and email exchanges w/Alix re factual issues			
1/22/10	rmillin / Exam/Analysis Claims	T	0.6 715.00	429.00 Billable
#348224	Airplane leases: Analyzing lease damages calculations			
1/22/10	rmillin / OC/TC strategy Claims	T	0.6 715.00	429.00 Billable
#348226	Airplane leases: OC w/ EC and MH re: Various issues with calculations of liquidation values in the AVN and SunTrust leases			
1/22/10	rmillin / OC/TC strategy Claims	T	0.4 715.00	286.00 Billable
#348227	OC w/EC re: Various issues with calculations of liquidation values in the AVN and SunTrust leases			
1/22/10	rmillin / Correspondence Claims	T	0.2 715.00	143.00 Billable
#348228	Airplane leases: Drafting email to FAO re lease issues			
1/24/10	nmoss / Research Claims	T	0.3 295.00	88.50 Billable
#346254	Re: SunTrust and AVN rejected aircraft lease claims. Review standard of liquidated damages law in NY laid out in Judge Lifland's opinion in the Ionosphere Clubs case.			
1/25/10	echafetz / Review Docs. Claims	T	0.1 450.00	45.00 Billable
#346088	Rvw and analyze opinion letter from counsel for U.S. Bank Trust National Association concerning the GM-GE Capital deposit trust required under the AVN leases			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/25/10	nmoss / Draft Documents Claims	T	1.2 295.00	354.00 Billable
#346135	Re: AVN and SunTrust Aircraft Lease Rejections. Draft case summaries for NY law research (IN re Ionosphere Clubs, Wells Fargo)			
1/25/10	echafetz / Review Docs. Claims	T	0.4 450.00	180.00 Billable
#346236	Rvw and analyze deposit agreement associated with the Trust established under the AVN leases			
1/25/10	echafetz / Review Docs. Claims	T	0.5 450.00	225.00 Billable
#346250	Rvw and analyze attachments to various e-mails b/w Honigman and Weil attorneys provided to us by Alix Partners			
1/25/10	nmoss / Draft Documents Claims	T	0.8 295.00	236.00 Billable
#346266	Re: AVN and SunTrust Aircraft Lease Rejections. Draft case summaries for NY law research (Pacifcorp)			
1/25/10	nmoss / Draft Documents Claims	T	0.4 295.00	118.00 Billable
#346267	Re: AVN and SunTrust Aircraft Lease Rejections. Draft case summaries for NY law research (In re Northwest)			
1/25/10	echafetz / Review Docs. Claims	T	0.8 450.00	360.00 Billable
#346270	Rvw, analyze and attempt to ascertain whether additional documents related to the AVN / GE Capital leases received from Alix Partners are sufficient to analyze AVN's claims and identify additional documents needed			
1/25/10	echafetz / Review Docs. Claims	T	0.2 450.00	90.00 Billable
#346271	Rvw Garden city website to verify when the AVN / GE Capital aircraft rejection claim was filed re: Timeliness			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/25/10	echafetz / Review Docs. Claims	T	0.2 450.00	90.00 Billable
#346293	Rvw and analyze Amendment No. 2 to lease No. 4026 with AVN/GE Capital provided by Alix Partners			
1/25/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#346298	OC w/ MH re: Various issues with the AVN/GE Capital leases			
1/25/10	echafetz / Review Docs. Claims	T	0.1 450.00	45.00 Billable
#346301	Rvw and analyze various documents received from Alix Partners concerning the payments made for the planes associated with lease No. 4026 with AVN/GE Capital			
1/25/10	echafetz / Comm. Profes. Claims	T	0.7 450.00	315.00 Billable
#346306	Research and draft e-mail to M. Smith of Alix Partners re: Additional AVN/GE Capital documents/information needed and other open issues			
1/25/10	echafetz / Review Docs. Claims	T	2.1 450.00	945.00 Billable
#346559	Rvw and analyze various additional documents related to the AVN/GE Capital leases received from Alix Partners			
1/25/10	echafetz / Review Docs. Claims	T	0.2 450.00	90.00 Billable
#346560	Rvw and analyze various e-mails b/w Weil attorneys and Honigsmann attorneys provided by Alix Partners re: AVN/GE Capital aircraft lease rejection issues			
1/25/10	echafetz / Review Docs. Claims	T	0.8 450.00	360.00 Billable
#346561	Rvw and analyze Trust Agreement between GE Capital, GM and U.S. Bank Trust required under AVN/GE Capital leases re: Ownership of security deposits			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/25/10	echafetz / Comm. Profes. Claims	T	0.3 450.00	135.00 Billable
#346576	Rvs e-mail to M. Smith of Alix Partners re: Additional AVN/GE Capital documents/information needed and other open issues			
1/25/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#346577	TC w/ RKM re: Additional AVN/GE Capital documents/information needed and other open issues			
1/25/10	echafetz / OC/TC strategy Claims	T	0.3 450.00	135.00 Billable
#346578	OC w/ RKM re: Various issues with AVN/GE Capital leases and additional information needed			
1/25/10	rmilin / OC/TC strategy Claims	T	0.3 715.00	214.50 Billable
#348245	OC w/ EC re: Additional AVN/GE Capital airplane leasing documents needed and status of various open issues			
1/25/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#348248	OC w/EC re comments on his email requesting further info from Alix re airplane leases			
1/25/10	rmilin / Correspondence Claims	T	0.2 715.00	143.00 Billable
#348249	Review of draft email from EC to Alix re further info needed concerning airplane leases			
1/26/10	echafetz / Review Docs. Claims	T	0.5 450.00	225.00 Billable
#346451	Continue reviewing and analyzing various additional documents related to the AVN/GE Capital leases received from Alix Partners			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/26/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#346470	Rvs and finalize e-mail to M. Smith of Alix Partners re: Additional AVN/GE Capital documents/information needed and other open issues			
1/26/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#346583	OC w/ NM re: Various issues with lease rejection research			
1/26/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#346633	Rvw e-mail from M. Smith of Alix Partners re: Additional documents and information about the status of the planes covered by the AVN/GE Capital leases			
1/26/10	nmoss / OC/TC strategy Claims	T	0.1 295.00	29.50 Billable
#346661	Oc w/ EC re: discussing status of the AVN/SunTrust aircraft rejection claims project.			
1/26/10	nmoss / Research Claims	T	0.9 295.00	265.50 Billable
#346664	Re: AVN and SunTrust Aircraft Lease Rejections. Review Second Circuit case law concerning the standard for enforcing liquidated damages provisions.			
1/26/10	nmoss / OC/TC strategy Claims	T	0.2 295.00	59.00 Billable
#346669	OC w/ EC re: discussing the stipulated loss value amounts included in the debtors' aircraft leases with AVN and SunTrust.			
1/26/10	mhamersky / Comm. Others Claims	T	0.1 345.00	34.50 Billable
#346688	Email w Alix Partners re: AVN leases			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/26/10	foswald / Review Docs. Claims	T	0.6 810.00	486.00 Billable
#346891	Review status of aircraft lease review and research to challenge rejection claims.			
1/26/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#346892	Conference with EC re AVN lease document needed.			
1/26/10	rmilin / Correspondence Claims	T	0.1 715.00	71.50 Billable
#348259	Review of email exchange with Alix re airplane lease documents and issues			
1/27/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#346734	OC w/ NM re: Issues with Debtors' objection to claim concerning aircraft leases with a liquidation damages component filed in the Northwest bankruptcy case			
1/27/10	echafetz / OC/TC strategy Claims	T	0.1 450.00	45.00 Billable
#346735	OC w/ FAO re: Issues with Debtors' objection to claim concerning aircraft leases with a liquidation damages component filed in the Northwest bankruptcy case			
1/27/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#346738	Rvw e-mail from NM re: Claim objection filed in the Northwest bankruptcy case to certain aircraft lease claims with a liquidated damages component			
1/27/10	nmoss / OC/TC strategy Claims	T	0.2 295.00	59.00 Billable
#346739	Re: AVN and SunTrust Aircraft Leases. OC w/ EC re: discussing the SDNY Northwest case and underlying pleadings and court rulings.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/27/10	nmooss / Correspondence Claims	T	0.2 295.00	59.00 Billable
#346740	Re: AVN and SunTrust Aircraft Lease Rejection Claims. Prepare and send to EC and MDH the motions and orders filed in the Northwest case, pursuant to which Judge Gropper refused to enforce liquidated damages provisions contained in a rejected aircraft lease.			
1/27/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#346782	TC w/ NM re: Various issues with the way casualty values are used to determine liquidated damages in the AVN/GE Capital and SunTrust leases			
1/27/10	echafetz / Review Docs. Claims	T	0.3 450.00	135.00 Billable
#346791	Rvw and analyze Northwest Debtors' objection to certain aircraft lease proofs of claim re: Model for potential objection			
1/27/10	nmooss / OC/TC strategy Claims	T	0.3 295.00	88.50 Billable
#346794	Multiple OCs with EC re: discussing the liquidated damages provisions contained in the AVN and SunTrust aircraft leases.			
1/27/10	nmooss / Research Claims	T	0.5 295.00	147.50 Billable
#346795	Re: AVN and SunTrust Aircraft Lease Claims. Review complaint filed in the SDNY Eastern Airlines case, concerning the un-enforceability of the liquidated damages provisions (.3). OC w/ DP re: obtaining the underlying complaint and other relevant documents.			
1/27/10	nmooss / Draft Documents Claims	T	1.5 295.00	442.50 Billable
#346835	Re: AVN and SunTrust Aircraft Lease Rejection Claims. Continue summarizing relevant New York and bankruptcy law concerning the enforcement of liquidated damages.			

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Date	Slip Number	T/E	Hours Rate	Slip Amount Billing Status
1/27/10	mhamersky / Exam/Analysis Claims	T	0.3 345.00	103.50 Billable
#347083	Review and analysis of Northwest Airlines motion on liquidated damages re: SunTrust & AVN aircraft leases rejections			
1/27/10	nmoss / Research Claims	T	0.4 295.00	118.00 Billable
#347235	Re: AVN/SunTrust Rejection Damages Claims. Review OPM Leasing case concerning the enforcement of liquidated damages.			
1/27/10	nmoss / Research Claims	T	0.8 295.00	236.00 Billable
#347236	Re: AVN/SunTrust Rejection Damages Claims. Draft case summaries of bankruptcy and New York cases concerning liquidated damages.			
1/27/10	nmoss / Comm. Profes. Claims	T	0.1 295.00	29.50 Billable
#347237	Re: AVN/SunTrust Rejection Damages Claims. Confer with RKM regarding review of liquidated damages memo.			
1/27/10	foswald / Review Docs. Claims	T	1.1 810.00	891.00 Billable
#348293	Review factual summary on AVN lease/reject claims based on available documents, issues to address with claimant, including mitigation/disposition.			
1/27/10	dperson / Research Claims	T	0.3 285.00	85.50 Billable
#349415	OC with NM re: obtaining the underlying complaint and other relevant documents.			
1/27/10	dperson / Research Claims	T	0.4 285.00	114.00 Billable
#349425	Research case and docket of cases re: obtaining the underlying complaint and other relevant documents.			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/28/10	echafetz / Review Docs. Claims	T	1.4 450.00	630.00 Billable
#347019	Continue reviewing and analyzing various additional documents received from Alix Partners concerning the AVN/GE Capital and Sun Trust leases			
1/28/10	echafetz / Draft Documents Claims	T	0.3 450.00	135.00 Billable
#347045	Begin drafting section of debtors' objection to AVN / GE Capital's claim summarizing history of the Debtors' bankruptcy cases			
1/28/10	nmoss / Correspondence Claims	T	0.1 295.00	29.50 Billable
#347242	Re: AVN/SunTrust Rejection Damages Claims. Review correspondence from RKM concerning NM's memo on liquidated damages law in NY.			
1/28/10	nmoss / Research Claims	T	0.9 295.00	265.50 Billable
#347256	Re: AVN/SunTrust Rejection Damages Claims. Review UCC Article 2A-504 for RKM including review of comments.			
1/28/10	nmoss / Research Claims	T	0.7 295.00	206.50 Billable
#347266	Review of second circuit case law concerning liquidated damages in NY (US Fidelity v. Braspetro).			
1/28/10	rmilin / Correspondence Claims	T	0.1 715.00	71.50 Billable
#348311	Exchange of emails w/NM re her research on airplane lease issues			
1/28/10	echafetz / Draft Documents Claims	T	0.9 450.00	405.00 Billable
#348458	Begin drafting section of debtors' objection to AVN / GE Capital's claim summarizing relevant parts of lease and calculation of damages			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/29/10	echafetz / Review Docs. Claims	T	1.7 450.00	765.00 Billable
#347299	Continue reviewing and analyzing additional documents received from Alix Partners concerning the AVN/GE Capital aircraft leases			
1/29/10	nmoos / Correspondence Claims	T	0.1 295.00	29.50 Billable
#347784	Review correspondence from RKM regarding comments to the memo on liquidated damages.			
1/29/10	sratner / Comm. Profes. Claims	T	0.2 800.00	160.00 Billable
#347909	TC E. Lederman re tax indemnity claims on capital leases			
1/29/10	sratner / Correspondence Claims	T	0.1 800.00	80.00 Billable
#347912	Email exchange E. Lederman re capital lease tax indemnity claims			
Matter Total:			106.10	49,177.00

**Matter: Other Litigation**

12/22/09	sratner / Correspondence Other Litigation	T	0.3 760.00	228.00 Billable
#340332	Emails FAO re ISDA setoff issue involving Deutsche Bank			
12/23/09	nberger / OC/TC strategy Other Litigation	T	0.2 765.00	153.00 Billable
#339597	O/c w/ SER re information from transition call - Deutsche setoff issues.			
12/23/09	sratner / Review Docs. Other Litigation	T	2.2 760.00	1,672.00 Billable
#340344	Review DB set off motion and related pleadings involving DIP and sale motions, etc.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/23/09	sratner / Review Docs. Other Litigation	T	1.8 760.00	1,368.00 Billable
#340345	Review WGM/Bingham and GM/DB emails re setoff and related disputes			
12/23/09	atogut / Inter Off Memo Other Litigation	T	0.2 890.00	178.00 Billable
#351357	E-mails re setoff issues			
12/24/09	sratner / Correspondence. Other Litigation	T	0.4 760.00	304.00 Billable
#341624	Emails R. Berkovich, E. Mautner re status DB setoff motion and extending deadlines, hearing re same.			
12/25/09	atogut / Inter Off Memo Other Litigation	T	0.1 890.00	89.00 Billable
#351359	E-mail SER re adj. of DB setoff motion			
12/29/09	hmagaliff / Review Docs. Other Litigation	T	0.3 680.00	204.00 Billable
#340133	Continue review of relevant agreements to determine Deutsche Banks' setoff rights for response to motion.			
12/29/09	hmagaliff / OC/TC strategy Other Litigation	T	0.2 680.00	136.00 Billable
#340134	Confer with SER re Deutsche Banks' setoff rights for response to motion.			
12/30/09	nberger / OC/TC strategy Other Litigation	T	0.3 765.00	229.50 Billable
#340793	O/c w/ HM - strategy re Deutsche Bank setoff issues.			
1/4/10	rmillin / OC/TC strategy Other Litigation	T	0.7 715.00	500.50 Billable
#345404	OC w/HM re GM/DB setoff dispute			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/4/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#345405	OC w/BM re SemCrude issues for GM/DB setoff			
1/5/10	nberger / OC/TC strategy Other Litigation	T	0.2 805.00	161.00 Billable
#341669	O/c and IM w/ HM re status of Deutsche setoff motion.			
1/5/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#345414	OCs w/MDH and HM re DB setoff research issues			
1/6/10	rmilin / Exam/Analysis Other Litigation	T	0.3 715.00	214.50 Billable
#345422	Preliminary review of certain relevant documents for DB setoff			
1/7/10	sratner / OC/TC strategy Other Litigation	T	2.4 800.00	1,920.00 Billable
#344094	Various, extensive conferences RKM, HM, etc. re status/strategy DB setoff motion and issues re same.			
1/7/10	sratner / Review Docs. Other Litigation	T	2.7 800.00	2,160.00 Billable
#344099	Review MTA for provisions regarding setoff, receivables and ISDA contracts, etc.			
1/7/10	rmilin / OC/TC strategy Other Litigation	T	1.6 715.00	1,144.00 Billable
#345424	Multiple OCs w/HM, MDH and SER re analysis of DB setoff issues			
1/7/10	rmilin / Exam/Analysis Other Litigation	T	1.6 715.00	1,144.00 Billable
#345426	Review of motion papers and preliminary review of other documents relevant to DB setoff issue			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/7/10	rmilin / Research Other Litigation	T	0.8 715.00	572.00 Billable
#345428	Review of Code provisions relevant to DB setoff issue			
1/11/10	sratner / OC/TC strategy Other Litigation	T	0.6 800.00	480.00 Billable
#344100	Conference with RKM re status/strategy DB setoff motion and legal/factual issues re same.			
1/11/10	sratner / Comm. Profes. Other Litigation	T	0.4 800.00	320.00 Billable
#344102	Call with R. Berkovich of WGM and RKM re status/strategy DB setoff motion.			
1/11/10	sratner / Review Docs. Other Litigation	T	0.7 800.00	560.00 Billable
#344103	Review additional materials furnished by R. Berkovitch re DB setoff motion.			
1/11/10	rmilin / OC/TC strategy Other Litigation	T	1.0 715.00	715.00 Billable
#345442	OC w/SER, with R. Berkovich in part, re status of and strategy for DB setoff issue			
1/11/10	rmilin / OC/TC strategy Other Litigation	T	0.6 715.00	429.00 Billable
#345443	OC w/MDH re facts and research issues for GM/DB setoff			
1/11/10	rmilin / Exam/Analysis Other Litigation	T	2.7 715.00	1,930.50 Billable
#345444	Review of motion papers and underlying documents to prepare for conference w/R. Berkovich re DB setoff issue			
1/12/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#345447	OC w/MDH re DB setoff research issues			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/12/10	rmilin / Exam/Analysis Other Litigation	T	1.3 715.00	929.50 Billable
#345448	Review of sale orders, pleadings and other papers relevant to DB setoff			
1/12/10	rmilin / Research Other Litigation	T	0.8 715.00	572.00 Billable
#345449	Legal research re relevant setoff issues			
1/13/10	sratner / OC/TC strategy Other Litigation	T	0.5 800.00	400.00 Billable
#344681	Conference with RKM re status/strategy DB setoff issues.			
1/13/10	rmilin / Exam/Analysis Other Litigation	T	1.4 715.00	1,001.00 Billable
#345454	Review of DB setoff motion papers, contract, sale agreement and related documents			
1/13/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#345455	OCs w/SER re strategy and legal and factual issues relevant to DB setoff			
1/13/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#345456	OC w/MDH re: Summary of research related to Deutsche Bank setoff dispute & next steps			
1/14/10	sratner / OC/TC strategy Other Litigation	T	0.9 800.00	720.00 Billable
#344645	Conference with RKM, AT re status/strategy DB setoff motion, etc.			
1/14/10	rmilin / Research Other Litigation	T	1.4 715.00	1,001.00 Billable
#345463	Review of relevant articles and searching web for relevant sources and articles re moved setoff issues			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/14/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#345464	Exchange of emails w/MDH re DB setoff research issues			
1/15/10	echafetz / Review Docs. Other Litigation	T	0.7 450.00	315.00 Billable
#344419	Rvw and analyze Deutsche Bank AG's Motion For Relief From Automatic Stay to Effect Setoff re: Issues with ownership of rights under swap agreements (.4); Rvw various documents associated with the sale of the Debtor's assets re: Issues with ownership of rights under swap agreements (.3)			
1/15/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#344439	Rvw and respond to e-mail from RKM re: Issues with whether set off rights were preserved against the sale proceeds			
1/15/10	rmilin / OC/TC strategy Other Litigation	T	1.9 715.00	1,358.50 Billable
#345476	OC w/EN re legal issues relevant to validity of DB setoff			
1/15/10	rmilin / OC/TC strategy Other Litigation	T	1.3 715.00	929.50 Billable
#345478	Multiple OC w/EC re factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts for DB setoff			
1/15/10	rmilin / Research Other Litigation	T	0.8 715.00	572.00 Billable
#345479	Review of relevant case law for DB setoff			
1/15/10	sratner / OC/TC strategy Other Litigation	T	0.3 800.00	240.00 Billable
#346889	Conference with RKM re status/strategy DB setoff motion.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/17/10	rmilin / Draft Documents Other Litigation	T	1.8 715.00	1,287.00 Billable
#345480	Drafting and revising memorandum analyzing DB setoff issues			
1/18/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#344723	OC w/ EN re: Various issues with swap agreement/set off research			
1/18/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#344725	OC w/ SER re: Various issues with swap agreement/set off research			
1/18/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#344727	OC w/ MH re: Various issues with swap agreement/set off research			
1/18/10	echafetz / OC/TC strategy Other Litigation	T	0.4 450.00	180.00 Billable
#344748	OC w/ RKM and SER re: Factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts including those with Deutsche Bank AG			
1/18/10	echafetz / Comm. Others Other Litigation	T	0.2 450.00	90.00 Billable
#344759	Draft e-mail to MH re: Lehman Brother's decision in the Metavante action concerning swap agreements (.1); TC w/ MH re: Same (.1)			
1/18/10	sratner / Revise Docs. Other Litigation	T	1.4 800.00	1,120.00 Billable
#345425	Review/revise memo re legal/factual issues presented by DB setoff motion.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/18/10	sratner / OC/TC strategy Other Litigation	T	0.6 800.00	480.00 Billable
#345427	Various conferences EC/RKM re legal/factual issues presented by DB setoff motion.			
1/18/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#345481	OC w/SER re DB setoff status and strategy			
1/18/10	rmilin / OC/TC strategy Other Litigation	T	0.6 715.00	429.00 Billable
#345482	OC w/EN re DB setoff research issues			
1/18/10	rmilin / OC/TC strategy Other Litigation	T	0.8 715.00	572.00 Billable
#345483	OCs w/MDH re DB setoff legal and research issues			
1/18/10	rmilin / OC/TC strategy Other Litigation	T	0.4 715.00	286.00 Billable
#345484	OC w/EC and SER re: Factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts for DB setoff matter			
1/18/10	rmilin / Exam/Analysis Other Litigation	T	0.4 715.00	286.00 Billable
#345485	Review of relevant case law for DB setoff matter			
1/18/10	rmilin / OC/TC strategy Other Litigation	T	0.8 715.00	572.00 Billable
#345486	Multiple OCs w/EC re: Factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts for DB setoff			
1/18/10	rmilin / Draft Documents Other Litigation	T	4.2 715.00	3,003.00 Billable
#345487	Drafting and revising memo to AT re facts, legal issues and strategy relevant to DB setoff motion			



Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#344799	Rvw e-mail from RKM re: Draft memorandum to AT re: Ownership of swaps, confirms and setoff issues with Deutsche Bank AG			
1/19/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#344800	Rvw e-mail from SER to RKM re: Draft memorandum to AT re: Ownership of swaps, confirms and setoff issues with Deutsche Bank AG			
1/19/10	echafetz / Review Docs. Other Litigation	T	0.5 450.00	225.00 Billable
#344802	Rvw draft memorandum from RKM to AT re: Ownership of swaps, confirms and setoff issues with Deutsche Bank AG			
1/19/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#344956	Rvw e-mail from RKM to AT re: Final Memorandum re: Various issues with Deutsche Bank's attempted setoff			
1/19/10	echafetz / Review Docs. Other Litigation	T	0.2 450.00	90.00 Billable
#344991	Rvw and analyze aircraft lease S/N 4023 dated as of 9/20/05 with AVN			
1/19/10	rmilin / OC/TC strategy Other Litigation	T	0.4 715.00	286.00 Billable
#345492	OCs w/EN, EC and MDH re comments on draft memo summarizing DB setoff issues			
1/19/10	rmilin / OC/TC strategy Other Litigation	T	0.8 715.00	572.00 Billable
#345493	Multiple OCs w/SER re comments on memo summarizing setoff issues and related points of law			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/19/10	rmillin / Revise Docs. Other Litigation	T	0.8 715.00	572.00 Billable
#345494	Revising memo to AT re DB setoff issues based on comments from SER, EC, MDH and others			
1/19/10	sratner / OC/TC strategy Other Litigation	T	0.8 800.00	640.00 Billable
#345616	Conference with RKM (several) re DB setoff motion and legal/factual issues presented by same.			
1/19/10	sratner / Revise Docs. Other Litigation	T	1.8 800.00	1,440.00 Billable
#345617	Review/revise memo re legal/factual issues presented by DB setoff motion.			
1/20/10	echafetz / Review Docs. Other Litigation	T	0.4 450.00	180.00 Billable
#345109	Continue reviewing and analyzing aircraft hangar lease with the Board of County Road Commissioners of the County of Wayne, Michigan dated 7/5/84			
1/20/10	rmillin / Research Other Litigation	T	0.6 715.00	429.00 Billable
#345503	Review of articles re recent Lehman decisions re swaps for DB setoff			
1/20/10	sratner / Comm. Profes. Other Litigation	T	0.4 800.00	320.00 Billable
#346548	TC with R. Berkovich re legal and factual issues raised by DB setoff motion.			
1/20/10	sratner / Correspondence Other Litigation	T	0.6 800.00	480.00 Billable
#346549	Email exchanges RKM re call with R. Berkovich, status and strategy DB setoff motion and issues presented by same.			
1/20/10	rmillin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#348204	Exchange of emails w/DP and SER re schedule for DB setoff hearing			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/20/10	dperson / Comm. Profes. Other Litigation	T	0.3 285.00	85.50 Billable
#349184	E-mail communications with RM and SER Re: Schedule for DB setoff hearing.			
1/20/10	dperson / Research Other Litigation	T	2.2 285.00	627.00 Billable
#349185	Assist RM and SER with Research Re: Schedule for DB setoff hearing. Reviewed claims and support filed by Indenture Trustee, D&B re: Indenture Bonds referred to in motion.			
1/21/10	mhamersky / OC/TC strategy Other Litigation	T	0.4 345.00	138.00 Billable
#345802	OC w FAO, RKM, EC & NM re: Strategy and next steps for litigation re: AVN & SunTrust leases			
1/21/10	mhamersky / OC/TC strategy Other Litigation	T	0.5 345.00	172.50 Billable
#345804	OC w EC re: Strategy and next steps for litigation re: AVN & SunTrust leases			
1/21/10	mhamersky / OC/TC strategy Other Litigation	T	0.4 345.00	138.00 Billable
#345805	OC w RKM re: Strategy and next steps for litigation re: SunTrust leases			
1/21/10	mhamersky / Inter Off Memo Other Litigation	T	0.7 345.00	241.50 Billable
#345806	Draft memo summarizing relevant provisions and open issues re: SunTrust aircraft leases			
1/21/10	mhamersky / Exam/Analysis Other Litigation	T	0.9 345.00	310.50 Billable
#345807	Reveiw and analysis of SunTrust aircraft leases			
1/21/10	mhamersky / Exam/Analysis Other Litigation	T	0.6 345.00	207.00 Billable
#345808	Review and calculate damages under SunTrust aircraft leases			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/21/10	sratner / OC/TC strategy Other Litigation	T	0.2 800.00	160.00 Billable
#345937	Conference with RKM re DB legal research on setoff issues.			
1/21/10	rmilin / Attend Meeting Other Litigation	T	0.4 715.00	286.00 Billable
#348209	Meeting w/FAO, MDH, NM and EC re status of research and next steps for airplane lease objection			
1/21/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#348211	OC w/DP re obtaining indenture relevant to DB setoff			
1/21/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#348212	OC w/SER re setoff research issues			
1/21/10	rmilin / Research Other Litigation	T	0.8 715.00	572.00 Billable
#348214	Legal research re liquidated damages issues under New York law for airplane leases			
1/21/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#348215	OC w/MDH re comments on his memo re airplane lease issues			
1/21/10	rmilin / Revise Docs. Other Litigation	T	0.5 715.00	357.50 Billable
#348216	Airplane lease: Revising memo from NM re case law on stipulated loss values			
1/21/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#348217	Exchange of emails w/NM re comments on draft memo re airplane leases			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/21/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#348218	OC w/NM re comments on draft memo and next steps for airplane leases			
1/21/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#348219	OC w/DP re scheduling issues for DB setoff			
1/21/10	rmilin / OC/TC strategy Other Litigation	T	0.9 715.00	643.50 Billable
#348220	OC w/NM re: discussing, reviewing and revising NM's memo concerning New York liquidated damages law relevant to airplane leases			
1/21/10	dperson / OC/TC strategy Other Litigation	T	0.1 285.00	28.50 Billable
#349223	OC with RM Re: Scheduling issues for DB setoff.			
1/21/10	dperson / OC/TC strategy Other Litigation	T	0.2 285.00	57.00 Billable
#349225	OC with RM Re: followup to research on obtaining indenture relevant to DB setoff.			
1/21/10	dperson / Review Docs. Other Litigation	T	1.6 285.00	456.00 Billable
#349255	Continued review of claims re: indenture relevant to DB setoff.			
1/22/10	rmilin / Research Other Litigation	T	2.1 715.00	1,501.50 Billable
#348225	Legal research re DB setoff issues, particularly Sec. 553			
1/22/10	dperson / Comm. Profes. Other Litigation	T	0.2 285.00	57.00 Billable
#349306	Communications with Barbara Keane @ GCG re: Claims needed to review re: Indenture bonds/setoff issues.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/25/10	sratner / OC/TC strategy Other Litigation	T	0.4 800.00	320.00 Billable
#347176	Conference with RKM re status/strategy DB setoff motion and legal/factual issues presented by same.			
1/25/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#348246	OC w/MDH re legal issues relevant to DB setoff			
1/27/10	rmilin / Research Other Litigation	T	0.4 715.00	286.00 Billable
#348266	Legal research re DB setoff issues			
1/27/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#348267	OCs w/DP re identifying proofs of claim etc. relevant to DB setoff			
1/27/10	rmilin / Exam/Analysis Other Litigation	T	0.3 715.00	214.50 Billable
#348268	Review of documents previously identified and on internet re identifying indentures for bonds relevant to DB setoff			
1/27/10	dperson / OC/TC strategy Other Litigation	T	0.2 285.00	57.00 Billable
#349420	OCs with RM Re: identifying proofs of claim etc. relevant to DB setoff			
1/29/10	sratner / OC/TC strategy Other Litigation	T	0.2 800.00	160.00 Billable
#347904	Conference RKM re status/strategy DB set off motion given TSS retention			
1/29/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#348321	OC w/SER re next steps for DB setoff			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/29/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#348322	Drafting email to AT re next steps for DB setoff			
Matter Total:		71.20		48,204.00

**Matter: Retention of Professionals**

12/16/09	atogut / OC/TC strategy Retention of Professionals	T	0.1 890.00	89.00 Billable
#351320	E-mail NB re GM conflicts counsel request			
12/16/09	atogut / Correspondence Retention of Professionals	T	0.1 890.00	89.00 Billable
#351321	E-mail to Karotkin at WGM			
12/16/09	atogut / Comm. Profes. Retention of Professionals	T	0.2 890.00	178.00 Billable
#351322	E-mails to Ronit @ WGM re retention			
12/16/09	atogut / Comm. Profes. Retention of Professionals	T	0.1 890.00	89.00 Billable
#351323	TC Harvey Miller re GM conflicts counsel request			
12/16/09	atogut / Inter Off Memo Retention of Professionals	T	0.1 890.00	89.00 Billable
#351324	E-mails with FAO re GM conflicts counsel request			
12/16/09	atogut / Inter Off Memo Retention of Professionals	T	0.1 890.00	89.00 Billable
#351325	E-mails to NB re GM conflicts counsel request			
12/17/09	atogut / Review Docs. Retention of Professionals	T	0.6 890.00	534.00 Billable
#351326	Review master checklist for conflicts			
12/17/09	atogut / Inter Off Memo Retention of Professionals	T	0.2 890.00	178.00 Billable
#351327	E-mails Russ Brooks re master checklist for conflicts			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/17/09	atogut / Inter Off Memo Retention of Professionals	T	0.2 890.00	178.00 Billable
#351332	E-mails to partners re master checklist for conflicts			
12/17/09	atogut / Inter Off Memo Retention of Professionals	T	0.3 890.00	267.00 Billable
#351333	E-mails to NB and FAO re master checklist for conflicts			
12/17/09	atogut / Revise Docs. Retention of Professionals	T	0.1 890.00	89.00 Billable
#351334	Review writeup re Delphi disclosure			
12/18/09	bmoore / Draft Documents Retention of Professionals	T	1.7 575.00	977.50 Billable
#338861	draft TSS / GM retention papers			
12/18/09	atogut / Correspondence Retention of Professionals	T	0.1 890.00	89.00 Billable
#351335	E-mail to Ronit re master retention checklist			
12/18/09	atogut / Correspondence Retention of Professionals	T	0.3 890.00	267.00 Billable
#351336	E-mail exchange Weil re retention papers, etc.			
12/18/09	atogut / Inter Off Memo Retention of Professionals	T	0.2 890.00	178.00 Billable
#351337	E-mail exchange FAO re retention papers, etc.			
12/20/09	atogut / Revise Docs. Retention of Professionals	T	0.7 890.00	623.00 Billable
#351338	Work on retention papers			
12/21/09	sratner / Review Docs. Retention of Professionals	T	0.8 760.00	608.00 Billable
#341609	Review parties in interest list for conflicts, etc.			



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12/21/09	sratner / Correspondence Retention of Professionals	T	0.4 760.00	304.00 Billable
#341619	Emails partners re retention, conflicts review, etc.			
12/21/09	atogut / Inter Off Memo Retention of Professionals	T	0.3 890.00	267.00 Billable
#351340	E-mail to NB re retention pleadings changes			
12/21/09	atogut / Review Docs. Retention of Professionals	T	0.4 890.00	356.00 Billable
#351342	Review final version of TSS papers			
12/23/09	nberger / Comm. Profes. Retention of Professionals	T	0.4 765.00	306.00 Billable
#339637	T/c w/ R. Brooks re TS&S retention papers (.2); Memo's w/ AT re same (.2).			
12/23/09	nberger / Review Docs. Retention of Professionals	T	0.3 765.00	229.50 Billable
#339715	Review comments to TS&S retention papers (.2); Email to R. Brooks re same (.2); O/c's w/ FAO re same (.1).			
12/23/09	atogut / Inter Off Memo Retention of Professionals	T	0.2 890.00	178.00 Billable
#351356	E-mail exchange NB re retention pleadings			
12/24/09	nberger / Correspondence Retention of Professionals	T	0.2 765.00	153.00 Billable
#339860	Email to R. Brooks re TS&S retention papers.			
12/24/09	nberger / Comm. Profes. Retention of Professionals	T	0.2 765.00	153.00 Billable
#339870	T/c w/ R. Berkovitch and email w/ R. Brooks re status of TS&S retention papers.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/24/09	nberger / Comm. Profes. Retention of Professionals	T	0.7 765.00	535.50 Billable
#339975	T/c's w/ R. Berkovitch and S.Karotkin re TS&S retention papers (.3); Email w/ AT re same (.2); Follow-up email w/ ATand R.Berkovitch re same (.2).			
12/24/09	atogut / Comm. Profes. Retention of Professionals	T	0.4 890.00	356.00 Billable
#351358	E-mails with NB, Ronit et al re Weil comments to retention papers			
12/27/09	nberger / Revise Docs. Retention of Professionals	T	0.6 765.00	459.00 Billable
#339980	Revise TS&S retention papers (.4); Email to R. Brooks re same (.2).			
12/27/09	atogut / Inter Off Memo Retention of Professionals	T	0.1 890.00	89.00 Billable
#351360	E-mail NB re revised retention papers			
12/27/09	atogut / Review Docs. Retention of Professionals	T	0.2 890.00	178.00 Billable
#351361	Review revised retention papers			
12/28/09	nberger / Review Docs. Retention of Professionals	T	0.4 765.00	306.00 Billable
#340085	Review final, revised TS&S retention papers from WG&M (.3); Memo to AT re same (.1).			
12/28/09	atogut / Inter Off Memo Retention of Professionals	T	0.2 890.00	178.00 Billable
#351362	E-mail exchange NB re additional changes to pleadings			
12/29/09	nberger / Correspondence Retention of Professionals	T	0.2 765.00	153.00 Billable
#340105	Email w/ R. Brooks re client review of TSS retention papers.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
12/29/09	atogut / Inter Off Memo Retention of Professionals	T	0.1 890.00	89.00 Billable
#351364	E-mail to NB re retention paper changes			
12/31/09	nberger / Correspondence Retention of Professionals	T	0.2 765.00	153.00 Billable
#340792	Email w/ R. Brooks and memo to AT and FAO re TS&S retention papers.			
12/31/09	sratner / Correspondence Retention of Professionals	T	0.3 760.00	228.00 Billable
#342160	Emails NB re TSS retention as conflicts counsel.			
12/31/09	atogut / Review Docs. Retention of Professionals	T	0.1 890.00	89.00 Billable
#351366	Review NB advice re status retention papers			
1/5/10	nberger / OC/TC strategy Retention of Professionals	T	0.1 805.00	80.50 Billable
#341668	O/c w/ AT re status of TS&S retention papers.			
1/6/10	nberger / Correspondence Retention of Professionals	T	0.2 805.00	161.00 Billable
#342009	Email w/ R. Brooks and AT re TS&S retention papers.			
1/7/10	nberger / Comm. Profes. Retention of Professionals	T	0.4 805.00	322.00 Billable
#342236	T/c and email w/ R. Brooks re UST comments to TS&S retention papers (.2); O/c w/ AT re same (.2).			
1/12/10	nberger / Comm. US Tee Retention of Professionals	T	0.2 805.00	161.00 Billable
#343669	T/c w/ AT and A. Velez-Rivera at US Trustee re TS&S retention pleadings.			

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Client Billing Report2/22/2010  
4:15:42 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/14/10	nberger / Comm. Profes. Retention of Professionals	T	0.4 805.00	322.00 Billable
#344201	T/c and email w/ R. Brooks re TS&S retention papers (.2); O/c w/ AT re same (.2).			
1/28/10	nberger / OC/TC strategy Retention of Professionals	T	0.8 805.00	644.00 Billable
#347213	Review limited objection to TS&S retention (.3) and o/c w/AT and SER re same (.5).			
1/28/10	sratner / Review Docs. Retention of Professionals	T	0.4 800.00	320.00 Billable
#347303	Review Fee Examiner objection to TSS Retention Application.			
1/28/10	sratner / Review Docs. Retention of Professionals	T	0.3 800.00	240.00 Billable
#347305	Review Order appointing Examiner.			
1/28/10	sratner / OC/TC strategy Retention of Professionals	T	0.5 800.00	400.00 Billable
#347306	Conference with NB, AT re response to Fee Examiner objection and status/strategy re same.			
1/28/10	sratner / Draft Documents Retention of Professionals	T	1.9 800.00	1,520.00 Billable
#347308	Draft partial response to Fee Examiner limited objection re special experience/expertise of TS&S as conflicts counsel and auto industry.			
Matter Total:		17.00		13,542.00

2/1/2009...1/31/2010

## Client Billing Report

2/22/2010  
4:15:42 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
<b>Matter: Setoff Issues</b>				
1/15/10	echafetz / OC/TC strategy Setoff Issues	T	1.3 450.00	585.00 Billable
#344417	Multiple OCs w/ RKM re: Factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts including those with Deutsche Bank AG			
1/15/10	echafetz / Review Docs. Setoff Issues	T	2.8 450.00	1,260.00 Billable
#344441	Rvw, analyze and summarize Amended and Restated Master Sale and Purchase Agreement, First Update to Sellers' Disclosure Schedule and various other documents re: Issue with whether swap agreements and underlying confirms with Deutsche Bank are purchased or excluded assets			
1/15/10	echafetz / Comm. Others Setoff Issues	T	0.1 450.00	45.00 Billable
#344528	Rvw e-mail from RKM re: Recent Lehman Brothers' decision concerning treatment of swap agreements as executory contracts re: Deutsche Bank setoff issues			
1/15/10	echafetz / Draft Documents Setoff Issues	T	3.8 450.00	1,710.00 Billable
#344529	Begin drafting memorandum re: Factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts including those with Deutsche Bank AG			
1/16/10	echafetz / Draft Documents Setoff Issues	T	2.4 450.00	1,080.00 Billable
#344583	Rvs memorandum re: Factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts			
1/16/10	echafetz / Comm. Others Setoff Issues	T	0.2 450.00	90.00 Billable
#344584	Draft e-mail to RKM re: Memorandum summarizing factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts including those with Deutsche Bank AB			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
1/18/10	echafetz / OC/TC strategy Setoff Issues	T	0.8 450.00	360.00 Billable
#344662	Multiple OCs w/ RKM re: Factual research re sale issues, relevant statutory provisions and relevant provisions of the governing contracts including those with Deutsche Bank AG			
Matter Total:		11.40		5,130.00

Total Time Bill:	140,631.00
Total Time Non Bill:	
Total Costs Bill:	452.54
Total Costs Non Bill:	
Total Non Billable:	
Total Billable:	141,083.54
Grand Total:	141,083.54

MONTHLY TIME AND EXPENSE RECORDS FOR THE PERIOD  
FEBRUARY 1, 2010 THROUGH FEBRUARY 28, 2010

OBJECTION DATE: April 15, 2010  
AT: 10:00 a.m.

TOGUT, SEGAL & SEGAL LLP  
One Penn Plaza  
New York, New York 10119  
Telephone: (212) 594-5000  
Facsimile: (212) 967-4258  
Albert Togut  
Frank A. Oswald  
*Conflicts Counsel for the Debtors  
and Debtors in Possession*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	:	Chapter 11
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	Case No. 09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i> ,	:	
	:	
Debtors.	:	(Jointly Administered)
	:	

**MONTHLY STATEMENT OF SERVICES RENDERED AND  
EXPENSES INCURRED BY TOGUT, SEGAL & SEGAL LLP,  
AS CONFLICTS COUNSEL TO THE DEBTORS, FOR THE  
PERIOD FEBRUARY 1, 2010 THROUGH FEBRUARY 28, 2010**

TO THE HONORABLE ROBERT E. GERBER,  
UNITED STATES BANKRUPTCY JUDGE:

In accordance with the Administrative Orders, dated June 24, 1991 and April 21, 1995, governing fees and disbursements for professionals in the Southern District of New York bankruptcy cases (collectively, the "Administrative Orders") and this Court's Order, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1, Establishing Procedures for Interim Monthly Compensation for Professionals (Docket No. 1334) (the "Interim Compensation Order"), Togut, Segal & Segal LLP (the "Togut Firm"), as conflicts



counsel to the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby submits its Monthly Statement (the "Statement") of Services Rendered and Expenses Incurred for the Period February 1, 2010 through February 28, 2010 (the "Statement Period").

**Itemization of Services Rendered and Disbursements Incurred**

1. Attached hereto as "Exhibit A" is a summary of the services rendered by the Togut Firm for which compensation is sought, by project category. During the Statement Period, the Togut Firm was required to devote a substantial amount of time to rendering legal services on multiple matters, including, but not limited to:<sup>1</sup>

**Deutsche Bank Setoff**

2. The Togut Firm has taken initial steps to prepare a response to the Motion by Deutsche Bank AG for Relief from Automatic Stay to Effect Setoff (the "Motion"), of approximately \$24 million on interest rate swaps against an equivalent amount of MLC public indebtedness, including, but not limited to: (i) review and analysis of the Motion and various pleadings and transcripts involving the sale of assets to New GM and the extension of debtor in possession financing to Motors Liquidation Corp. ("MLC"); (ii) review and analysis of ISDA Master Agreement, swap confirmations and related documents concerning interest rate swaps entered into between MLC and Deutsche Bank AG ("Deutsche"); (iii) review and analysis of indentures pursuant to which MLC issued certain public indebtedness that Deutsche alleges it holds as beneficiary; (iv) extensive legal research concerning complex issues

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<sup>1</sup> A full description of the Togut Firm's services during the Statement Period is contained in the time records of the Togut Firm, attached as Exhibit "E."

relevant to the validity and enforceability of right to setoff asserted by Deutsche;  
(v) analysis of, research concerning and preparing responses to points raised by  
Deutsche's and other relevant parties' counsel counsel; and (vi) multiple telephone  
conferences and exchanges of emailed correspondence with counsel for Deutsche, MLC,  
New GM and the Official Unsecured Creditors Committee.

**Airplane Lease Termination Issues**

3. The Togut Firm reviewed and analyzed claims asserted by  
SunTrust Leasing and Equipment Co. and AVN Air, LLC, aggregating in excess of  
\$200 million, which arise from the rejection of certain aircraft leases. The Togut Firm's  
services included, but were not limited to, (i) review of lease terms, particularly  
liquidated damages provisions and payment schedules; (ii) collection of relevant  
documents and contracts between the parties; (iii) investigation of facts concerning  
value and present status of leased airplanes; (iv) research concerning principles of law  
of relevant jurisdictions applicable to stipulated loss value provisions and liquidated  
damages; (v) review of lease termination agreement at Alix Partners' request;  
(vi) negotiation with claimants' counsel re "capping letters"; (vii) development of  
strategy for efficient resolution of potential claim disputes; and (viii) multiple  
telephone conferences and exchanges of emailed correspondence with analysts at Alix  
Partners and counsel for lessors concerning mitigation and related issues to reduce and  
fix the claims.

**Motion to Rescind Assumption**

4. The Togut Firm investigated the facts and relevant principles of law  
concerning new GM's motion to rescind its alleged assumption of a sublease.  
Rescission could result in a substantial liability for the Debtors. The Togut Firm also  
coordinated with the creditors' committee with respect to the motion.

**Miscellaneous**

5. During the Statement Period, the Togut Firm was required to provide services in a variety of miscellaneous matters:

- Communicated with Weil Gotshal & Manges LLP, lead counsel to the Debtors, concerning, among other things, coordination of the Togut Firm's role in the Debtors' case and delegation of projects to promote coordination and avoid duplication of effort;
- Participated in calls, meetings, e-mails and correspondence with parties in interest as needed, including counsel for the Official Committee of Unsecured Creditors, representatives of the Debtors, and the United States Trustee; and
- Reviewed various motions and related pleadings filed with the Court regarding case and project strategy, and potential issues of concern.

6. Attached hereto as "Exhibit B" is a listing of the Togut Firm's professionals and paraprofessionals, including the standard hourly rate for each attorney<sup>2</sup> and paraprofessional<sup>3</sup> (collectively, the "Togut Firm Professionals") who rendered services to the Debtors in connection with these chapter 11 cases during the Statement Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each Togut Firm Professional.

7. Attached hereto as "Exhibit C" is a summary of the types of expenses for which reimbursement is sought. Attached hereto as "Exhibit D" is a detailed itemization of such expenses.

8. Attached hereto as "Exhibit E" are the time records of the Togut Firm, which provide a daily summary of the time spent by each Togut Firm Professional during the Statement Period by project category.

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<sup>2</sup> Attorneys include partners, of counsel, associates and law clerks.

<sup>3</sup> Paraprofessionals include paralegals, legal support personnel, project assistants and staff members.

**Total Fees and Expenses Sought for the Statement Period**

9. The total amounts sought for fees for professional services rendered and reimbursement of expenses incurred for the Statement Period are:

Total Fees	\$149,335.50
Total Disbursements	<u>1,489.26</u>
<b>TOTAL</b>	<b><u>\$150,824.76</u></b>

10. Pursuant to the Interim Compensation Order, the Togut Firm seeks payment of \$120,957.66 from the Debtors for the Statement Period (the "Interim Amount"), representing (a) 80% of the Togut Firm's total fees for services rendered and (b) 100% of the total disbursements incurred.

**Notice and Objection Procedures**

11. In accordance with the Interim Compensation Order, notice of the Statement has been served upon the following parties (collectively, as further defined in the Interim Compensation Order, the "Notice Parties"): (i) the Debtors, Motors Liquidation Company, 300 Renaissance Center, Detroit, Michigan 48265 (Attn: Ted Stenger); (ii) the attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Stephen Karotkin, Esq. and Joseph Smolinsky, Esq.); (iii) the attorneys for the Creditors' Committee, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Esq. and Robert Schmidt, Esq.); and (iv) the United States Trustee, 33 Whitehall Street, 22nd Floor, New York, New York 10004 (Attn: Diana G. Adams, Esq.). The Togut Firm believes that no further notice is required.

12. Pursuant to the Interim Compensation Order, objections to this Statement, if any, must be served upon the Notice Parties, including the Togut Firm, no later than April 15, 2010 (the "Objection Deadline"), setting forth the nature of the objection, and the specific amount of fees and expenses at issue.

13. If no objections to the Statement are received on or before the Objection Deadline, the Debtors will pay to the Togut Firm 80% of the fees and 100% of the expenses identified in the Statement.

14. To the extent an objection to the Statement is received on or before the Objection Deadline, the Debtors will withhold payment of that portion of the Statement to which the objection is directed, and will promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: New York, New York  
March 30, 2010

TOGUT, SEGAL & SEGAL LLP  
Conflicts Counsel for the Debtors  
and Debtors in Possession  
By:

/s/ Albert Togut  
ALBERT TOGUT  
FRANK A. OSWALD  
Members of the Firm  
One Penn Plaza, Suite 3335  
New York, New York 10119  
(212) 594-5000

# EXHIBIT A

GM/Motors Liquidation

2/1/2010...2/28/2010

Togut, Segal &amp; Segal LLP

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## Summary Report

3/30/2010  
1:21:20 PM

## Billable

ID	Name/Description	Slip Hours	Slip Amount
	Case Status/Strategy	2.9	2,345.00
	Claims	52.4	27,489.50
	Fee Application/Fee Statements	4.6	3,213.50
	General	1.9	1,776.50
	Non Real Property Lease Exec. Con.	48.4	22,516.00
	Other Litigation	159.2	91,995.00
	Grand Total:	269.4	149,335.50

# EXHIBIT B



GM/Motors Liquidation

2/1/2010...2/28/2010

Togut, Segal &amp; Segal LLP

## Summary Report

3/30/2010

1:21:09 PM

## Billable

D	Name/Description	Slip Hours	Slip Amount
atogut	Albert Togut	10.8	10,098.00
dperson	Dawn Person	7.4	2,109.00
echafetz	Eric Chafetz	70.2	31,590.00
enovikoff	Elyse Novikoff	10.4	2,860.00
oswald	Frank A. Oswald	31.5	25,515.00
nhamersky	Michael Hamersky	33.4	11,523.00
nmoss	Naomi Moss	27.5	8,112.50
milin	Richard Milin	59.2	42,328.00
sratner	Scott E. Ratner	19.0	15,200.00
Grand Total:		269.4	149,335.50

# EXHIBIT C

3M/Motors Liquidation

2/1/2010...2/28/2010

Fogut, Segal &amp; Segal LLP

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## Summary Report

3/30/2010

1:21:32 PM

Billable

D	Name/Description	Slip Hours	Slip Amount
	Fax	0.0	0.22
	Online Research	0.0	1,488.60
	Postage	0.0	0.44
	Grand Total:	0.0	1,489.26

# EXHIBIT D

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**Matter: General**

2/1/10	atogut / Fax General	E	0.0 0.22	0.22 Billable
#352445	TS&S Monthly facsimile transmissions for February 2010.			
2/1/10	atogut / Postage General	E	0.0 0.44	0.44 Billable
#354054	TS&S monthly postage for February 2010.			
2/1/10	atogut / Online Research General	E	0.0 581.95	581.95 Billable
#356740	TS&S monthly on-line research (LexisNexis) for February 2010.			

GM/Motors Liquidation

2/1/2010...2/28/2010

Togut, Segal & Segal LLP  
Client Billing Report3/30/2010  
1:21:41 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/1/10	atogut / Online Research General	E	0.0 906.65	906.65 Billable
#356758	TS&S monthly on-line research (Westlaw) for February 2010.			

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Matter Total: 0.00 1,489.26

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Total Time Bill: 149,335.50

Total Time Non Bill:

Total Costs Bill: 1,489.26

Total Costs Non Bill:

Total Non Billable:

Total Billable: 150,824.76

Grand Total: 150,824.76

# EXHIBIT E

3M/Motors Liquidation  
2/1/2010...2/28/2010Togut, Segal & Segal LLP  
Client Billing Report3/30/2010  
1:21:41 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
<b>Matter: Case Status/Strategy</b>				
2/4/10	foswald / Attend Meeting Case Status/Strategy	T	2.5 810.00	2,025.00 Billable
#349699	Meeting Smolinsky and D. Head of Alix re case issues, claims, timing, tasks, etc.			
2/12/10	sratner / Correspondence Case Status/Strategy	T	0.4 800.00	320.00 Billable
#351656	Emails AT, RKM re status/strategy New GM meeting request re DB setoff issues.			
Matter Total:			2.90	2,345.00
<b>Matter: Claims</b>				
2/1/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#347782	OC w/ MH re: Additional information needed from Alix Partners about the SunTrust leases and setting up a call to discuss same			
2/1/10	nmoss / OC/TC strategy Claims	T	0.2 295.00	59.00 Billable
#347800	OC w/ RKM re: discussing comments to the liquidated damages memo.			
2/1/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#347808	Rvw e-mail from MH re: Additional information needed from Alix Partners about the SunTrust Leases			
2/1/10	echafetz / Comm. Others Claims	T	0.5 450.00	225.00 Billable
#347809	Research and draft e-mail to RKM re: Issues to discuss during call with and additional information needed from Alix Partners re: AVN/GE Capital leases			



2/1/2010...2/28/2010

Fogut, Segal & Segal LLP  
Client Billing Report3/30/2010  
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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/1/10	echafetz / Revise Docs. Claims	T	0.4 450.00	180.00 Billable
#347833	Rvs memorandum to incorporate MH's comments about the SunTrust leases (.2); OC w/ MH re: Memorandum summarizing relevant issues for discussion during conference call with Alix Partners (.2)			
2/1/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#347855	Draft e-mail to RKM re: Memorandum summarizing relevant issues for discussion during conference call with Alix Partners re: AVN/GE Capital and SunTrust claims			
2/1/10	nmoss / Review Docs. Claims	T	0.9 295.00	265.50 Billable
#347935	Re: AVN and Sun Trust Rejected Lease Agreements. Review memo concerning liquidated damages and begin revising per RKM's suggestions.			
2/1/10	nmoss / Review Docs. Claims	T	0.8 295.00	236.00 Billable
#347937	Re: AVN and Sun Trust Rejected Lease Agreements. Revise memo concerning liquidated damages.			
2/1/10	nmoss / Revise Docs. Claims	T	1.1 295.00	324.50 Billable
#347995	Review and revise the memo for FAO and RKM concerning liquidated damages including review of SDNY Ionosphere case.			
2/1/10	nmoss / Revise Docs. Claims	T	0.4 295.00	118.00 Billable
#348031	Re: AVN and SunTrust rejected aircraft lease agreements. Revise the memo for FAO and RKM on liquidated damages per RKM's comments.			
2/1/10	mhamersky / OC/TC strategy Claims	T	0.2 345.00	69.00 Billable
#348056	OC w EC re: Outstanding issues re: SunTrust/AVN aircraft leases			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/1/10	mhamersky / OC/TC strategy Claims	T	0.2 345.00	69.00 Billable
#348057	OC w RKM re: Outstanding issues re: SunTrust/AVN aircraft leases			
2/1/10	mhamersky / Comm. Others Claims	T	0.2 345.00	69.00 Billable
#348058	Email w Alix Partners re: Outstanding issues re: SunTrust/AVN aircraft leases			
2/1/10	mhamersky / Exam/Analysis Claims	T	0.1 345.00	34.50 Billable
#348059	Review and analysis of EC memo re: Outstanding issues re: SunTrust/AVN aircraft leases			
2/1/10	echafetz / Comm. Others Claims	T	0.4 450.00	180.00 Billable
#348066	OCs w/ RKM re: Comments on memorandum summarizing relevant issues for discussion during conference call with Alix Partners and analysis of liquidated damages provisions in the AVN/GE Capital leases			
2/1/10	mhamersky / Exam/Analysis Claims	T	0.5 345.00	172.50 Billable
#348076	Review and comparison of SunTrust and AVN aircraft leases			
2/1/10	echafetz / Revise Docs. Claims	T	1.3 450.00	585.00 Billable
#348081	Rvs memorandum summarizing relevant issues for discussion during conference call with Alix Partners to incorporate RKM's proposed changes and additional liquidated damages calculations from the AVN/GE Capital leases			
2/1/10	foswald / Review Docs. Claims	T	0.7 810.00	567.00 Billable
#350181	Review sources concerning discounted rate to be applied in Aircraft lease terminated early to fix rejection claim.			

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1:21:41 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/1/10	rmilin / OC/TC strategy Claims	T	0.3 715.00	214.50 Billable
#351668	OCs w/EC re next steps and preparing for call with Alix re airplane lease issues			
2/1/10	rmilin / Correspondence Claims	T	0.4 715.00	286.00 Billable
#351669	Review and consideration of email and later memo from EC re issues to raise with Alix re airplane lease issues			
2/1/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#351670	OC w/FAO re status, strategy and next steps re airplane lease issues			
2/1/10	rmilin / OC/TC strategy Claims	T	0.1 715.00	71.50 Billable
#351671	OC w/MDH re next steps for airplane lease matter			
2/1/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#351672	OC w/NM re revisions to her memo on legal issues re airplane leases			
2/1/10	rmilin / OC/TC strategy Claims	T	0.4 715.00	286.00 Billable
#351673	OCs w/EC re comments on his memo and analysis of liquidated damages provisions with respect to airplane leases			
2/1/10	echafetz / Draft Documents Claims	T	1.4 450.00	630.00 Billable
#352479	Research and draft memorandum summarizing relevant issues for discussion during conference call with Alix Partners re: Issues with AVN/GE Capital claims			

**Pogut, Segal & Segal LLP**  
**Client Billing Report**

3/30/2010  
 1:21:41 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/2/10	echafetz / Revise Docs. Claims	T	1.2 450.00	540.00 Billable
#348134	Further rvs memorandum re: Issues for discussion during call with Alix Partners and liquidated damages issues from the AVN/GE Capital leases			
2/2/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#348200	Rvw e-mail chain b/w FAO and D. Head and M. Smith of Alix Partners re: Scheduling call to discuss AVN/GE Capital and SunTrust lease rejection claims			
2/2/10	echafetz / Review Docs. Claims	T	0.3 450.00	135.00 Billable
#348419	Rvw and analyze e-mail and chart from M. Smith of Alix Partners re: Computation of lease rejection damages for the SunTrust and AVN GE/Capital leases			
2/2/10	echafetz / OC/TC strategy Claims	T	0.7 450.00	315.00 Billable
#348438	OC w/ RKM and MH re: Preparation for call with D. Head and M. Smith of Alix Partners about the rejection of the SunTrust and AVN/GE Capital leases and calculation of liquidated damages.			
2/2/10	echafetz / Review Docs. Claims	T	0.6 450.00	270.00 Billable
#348440	Rvw and analyze various documents re: Preparation for call with D. Head and M. Smith of Alix Partners about the rejection of the SunTrust and AVN/GE Capital leases and calculation of liquidated damages (.4); OC w/ MH re: Same (.2)			
2/2/10	nmoss / Revise Docs. Claims	T	1.0 295.00	295.00 Billable
#348510	Revise memo for RKM concerning liquidated damages.			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/2/10	echafetz / OC/TC strategy Claims	T	0.5 450.00	225.00 Billable
#348512	OC w/ FAO, RKM and MH re: Preparation for call with D. Head and M. Smith of Alix Partners about the rejection of the SunTrust and AVN/GE Capital leases and calculation of liquidated damages			
2/2/10	echafetz / Comm. Others Claims	T	0.6 450.00	270.00 Billable
#348513	P/C w/ FAO, RKM and MH to D. Head and M. Smith of Alix Partners re: Rejection of the SunTrust and AVN/GE Capital leases and calculation of liquidated damages			
2/2/10	echafetz / Review Docs. Claims	T	0.5 450.00	225.00 Billable
#348516	Rvw e-mail from D. Head to FAO re: Issues with FAA rejection notices for the planes covered by the SunTrust leases (.1); Rvw various documents to be filed with the FAA associated with terminating the SunTrust leases (.3); TC w/ MH re: Same (.1)			
2/2/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#348536	Rvw e-mail chain b/w MH, FAO and RKM re: Aircraft rejection notices for the FAA related to the SunTrust leases			
2/2/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#348537	Rvw e-mail from M. Smith to FAO re: AVN/GE Capital lease amendments			
2/2/10	nmooss / OC/TC strategy Claims	T	0.1 295.00	29.50 Billable
#348570	OC w/RKM re: discussing the status of the AVN/SunTrust claims reconciliation.			

GM/Motors Liquidation

2/1/2010...2/28/2010

**Togut, Segal & Segal LLP**  
**Client Billing Report**

3/30/2010  
 1:21:41 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/2/10	nmoss / Research Claims	T	1.4 295.00	413.00 Billable
#348582	Re: AVN/SunTrust Lease Rejection Claims. Review in re Hawaii Airlines case and underlying motion and objections (.6). Revise memo for RKM and FAO concerning liquidated damages (.8).			
2/2/10	mhamersky / Comm. Others Claims	T	0.6 345.00	207.00 Billable
#348692	TC w Alix Partners re: Issues regarding SunTrust and AVN aircraft leases			
2/2/10	mhamersky / OC/TC strategy Claims	T	0.7 345.00	241.50 Billable
#348694	OC w RKM & EC re: Issues regarding SunTrust and AVN aircraft leases			
2/2/10	mhamersky / Prepare Meeting Claims	T	0.2 345.00	69.00 Billable
#348696	Prepare for TC w Alix Partners re: Issues regarding SunTrust and AVN aircraft leases			
2/2/10	mhamersky / Comm. Others Claims	T	0.1 345.00	34.50 Billable
#348697	Email w Alix Partners re: SunTrust liquidated damages calculation			
2/2/10	mhamersky / Exam/Analysis Claims	T	0.2 345.00	69.00 Billable
#348698	Review and analysis of chart re: SunTrust liquidated damages calculation			
2/2/10	mhamersky / Inter Off Memo Claims	T	0.2 345.00	69.00 Billable
#348700	Review EC memo re: Open issues on SunTrust and AVN aircraft leases			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/2/10	mhamersky / Exam/Analysis Claims	T	0.4 345.00	138.00 Billable
#348701	Review and analysis of Aircraft Lease Rejection Agreements sent by FAA			
2/2/10	foswald / Comm. Profes. Claims	T	0.6 810.00	486.00 Billable
#348722	Call with Alix team and TSS team to review status of factual due diligence, legal research, issues to address, claim parameters, etc.			
2/2/10	foswald / OC/TC strategy Claims	T	0.1 810.00	81.00 Billable
#348724	Conference with RM re aircraft lease termination agreement.			
2/2/10	foswald / Comm. Profes. Claims	T	0.2 810.00	162.00 Billable
#348725	Email Alix representatives re status call - aircraft rejection c claims.			
2/2/10	foswald / Review Docs. Claims	T	0.4 810.00	324.00 Billable
#348726	Review information from Alix re potential claims projections for aircraft rejections.			
2/2/10	foswald / OC/TC strategy Claims	T	0.5 810.00	405.00 Billable
#348727	Conference lease rejection team to prepare for call.			
2/2/10	echafetz / Review Docs. Claims	T	1.3 450.00	585.00 Billable
#349679	Rvw and analyze amendments to various AVN/GE Capital leases received from Alix Partners			
2/2/10	rmilin / Exam/Analysis Claims	T	0.3 715.00	214.50 Billable
#351699	Analyzing issues presented by proposed termination agreement, including review of emails and of agreement			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/2/10	rmilin / OC/TC strategy Claims	T	0.1 715.00	71.50 Billable
#351700	OC w/NM re her memo on airplane lease legal issues and today's developments			
2/2/10	rmilin / Exam/Analysis Claims	T	0.2 715.00	143.00 Billable
#351701	Review of memo from EC re lease issues to prepare for this afternoon's call			
2/2/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#351702	OC w/EC re issues discussed in his memo re airplane leases			
2/2/10	rmilin / Correspondence Claims	T	0.1 715.00	71.50 Billable
#351703	Review of emails re today's scheduled conference re airplane leases			
2/2/10	rmilin / OC/TC strategy Claims	T	0.7 715.00	500.50 Billable
#351705	Conf w/MDH and EC re analysis of AVN and Suntrust leases and preparation for today's call			
2/2/10	rmilin / Exam/Analysis Claims	T	0.7 715.00	500.50 Billable
#351706	Review of emails from Alix and other relevant documents to prepare for call with Alix today re airplane leases			
2/2/10	rmilin / OC/TC strategy Claims	T	0.5 715.00	357.50 Billable
#351707	Meeting w/FAO, EC and MDH re status, strategy, next steps for airplane lease claim and conference w/Alix re same			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/2/10	rmilin / Draft Documents Claims	T	0.2 715.00	143.00 Billable
#351708	Drafting agenda and questions for call with Alix re airplane lease claim based on review of their email, EC's memo and other relevant documents			
2/3/10	echafetz / Review Docs. Claims	T	0.7 450.00	315.00 Billable
#348624	Rvw and analyze amendments to various AVN / GE Capital leases received from Alix Partners			
2/3/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#348632	P/Cs to and from counsel for AVN/GE Capital re: Issues with aircraft lease rejection claims			
2/4/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#348844	Draft e-mail to RKM and FAO re: Analysis of amendments to AVN/GE Capital leases and call to opposing counsel			
2/4/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#348874	Draft e-mail to counsel for AVN/GE Capital re: Follow up issues with proof of claim concerning aircraft lease rejection damages			
2/4/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#348885	Draft e-mail to FAO and RKM re: Recap of call with counsel for AVN/GE Capital			
2/4/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#349135	Rvw e-mail from RKM to FAO re: Issues with FAA lease termination for the SunTrust leases			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/4/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#349257	Rvw e-mail from FAO to D. Head and M. Smith of Alix Partners re: Status of lease rejection disputes with SunTrust and AVN/GE Capital			
2/4/10	mhamersky / OC/TC strategy Claims	T	0.2 345.00	69.00 Billable
#349286	OC w RKM re: SunTrust aircraft lease rejection claim status and next steps			
2/4/10	mhamersky / Comm. Profes. Claims	T	0.2 345.00	69.00 Billable
#349288	TC w opposing counsel re: SunTrust aircraft lease rejection claim status and next steps			
2/4/10	mhamersky / Inter Off Memo Claims	T	0.2 345.00	69.00 Billable
#349290	Draft memo re: SunTrust aircraft lease rejection claim status and next steps			
2/4/10	mhamersky / Comm. Others Claims	T	0.1 345.00	34.50 Billable
#349291	Email w Alix Partners re: SunTrust aircraft lease rejection claim status and next steps			
2/4/10	foswald / Inter Off Memo Claims	T	0.2 810.00	162.00 Billable
#349705	Emails EC re communication with AVN counsel, mitigation and rejection claim.			
2/4/10	foswald / Inter Off Memo Claims	T	0.2 810.00	162.00 Billable
#349706	Emails MH re call with SunTrust counsel, re litigation and rejection claim.			
2/4/10	foswald / Comm. Profes. Claims	T	0.2 810.00	162.00 Billable
#349719	Email D. Head/M. Smith re report on calls with lessors.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/4/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#349848	P/C to counsel for AVN/GE Capital re: Issues with proof of claim concerning aircraft lease rejection damages			
2/4/10	rmilin / Correspondence Claims	T	0.1 715.00	71.50 Billable
#351735	Review of emails from EC re AVN lease issues			
2/4/10	rmilin / Correspondence Claims	T	0.2 715.00	143.00 Billable
#351736	Drafting email to FAO, EC etc. re conference w/Alix re airline agreement they asked us to review			
2/5/10	sratner / Correspondence Claims	T	0.3 800.00	240.00 Billable
#351561	Emails AT, NB, FAO re status/strategy aircraft lease claim objection project.			
2/9/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#350290	Draft e-mail to and rrw response from counsel for AVN/GE Capital re: Status of obtaining information about disposition of planes			
2/11/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#350597	Draft e-mail to counsel for AVN/GE Capital re: Information about disposition of planes and calculation of damages			
2/11/10	echafetz / Comm. Others Claims	T	0.4 450.00	180.00 Billable
#350819	P/Cs to and from counsel for AVN/GE Capital re: issues with disposition of planes			
2/11/10	echafetz / Comm. Others Claims	T	0.3 450.00	135.00 Billable
#350820	Draft e-mail to FAO and RKM and rrw response from FAO re: Recap of call with counsel for AVN/GE Capital			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/11/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#350821	Rvw e-mail from counsel for AVN/GE Capital re: Issues with disposition of planes			
2/11/10	foswald / Inter Off Memo Claims	T	0.2 810.00	162.00 Billable
#350981	Email EC re follow-up with counsel for AVN/GE - rejection claims, mitigation.			
2/11/10	foswald / Review Docs. Claims	T	0.9 810.00	729.00 Billable
#350982	Review research/analysis concerning aircraft disposition values in connection with lease rejection claims.			
2/12/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#350827	Draft e-mail to counsel for AVN/GE Capital re: Obtaining documents evidencing sale prices' of planes at issue			
2/12/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#350877	Rvw and respond to various e-mails from counsel for AVN/GE Capital re: ADR/mediation procedures and capping letters			
2/12/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#350913	OC w/ RKM re: Various issues with damage calculations for the AVN/GE Capital leases			
2/12/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#350914	Draft e-mail to FAO and RKM re: Issues with ADR/mediation procedures for the AVN/GE Capital claims			
2/12/10	echafetz / Comm. Others Claims	T	0.3 450.00	135.00 Billable
#350949	Draft e-mail to D. Head and M. Smith of Alix Partners re: Status of AVN/GE Capital claim resolution			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/12/10	echafetz / Review Docs. Claims	T	0.8 450.00	360.00 Billable
#351024	Begin drafting summary of proposed ADR / mediation procedures.re: Relevance to the AVN/GE Capital and Sun Trust claims			
2/12/10	mhamersky / Comm. Profes. Claims	T	0.1 345.00	34.50 Billable
#351097	TC w opposing counsel re: SunTrust aircraft lease			
2/12/10	mhamersky / Comm. Others Claims	T	0.1 345.00	34.50 Billable
#351098	Email w Alix Partners re: AVN aircraft lease			
2/12/10	foswald / Inter Off Memo Claims	T	0.2 810.00	162.00 Billable
#351505	Email EC re additional information from AVN counsel concerning aircraft dispositions, mitigation.			
2/12/10	foswald / Comm. Profes. Claims	T	0.2 810.00	162.00 Billable
#351507	Email Alix re Aircraft update.			
2/12/10	foswald / Inter Off Memo Claims	T	0.2 810.00	162.00 Billable
#351509	Email EC re mandatory mediation procedures impacting rejection claims.			
2/12/10	foswald / Review Docs. Claims	T	0.3 810.00	243.00 Billable
#351510	Review proposed mediation procedures.			
2/12/10	rmilin / OC/TC strategy Claims	T	0.2 715.00	143.00 Billable
#352337	OC w/EC re status and strategy for resolving AVN lease claim			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/12/10	echafetz / Review Docs. Claims	T	0.4 450.00	180.00 Billable
#352481	Rvw and analyze proposed ADR / mediation procedures re: Relevance to the AVN/GE Capital and Sun Trust claims			
2/16/10	echafetz / Draft Documents Claims	T	2.1 450.00	945.00 Billable
#351211	Continue drafting memorandum summarizing proposed ADR Procedures including mandatory mediation re: Relevance to the AVN/GE Capital and Sun Trust claims			
2/16/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#351412	Draft e-mail to counsel for AVN/GE Capital re: ADR Procedures, capping letters and mediation			
2/16/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#351478	Rvw e-mail from M. Smith of Alix Partners re: Status of AVN/GE Capital aircraft lease rejection issues (.1); OC w/ FAO re: Same (.1)			
2/16/10	echafetz / Comm. Others Claims	T	0.3 450.00	135.00 Billable
#351557	Draft e-mail to FAO re: Summary of ADR procedures and response to Alix Partners' e-mail about next steps			
2/16/10	echafetz / Review Docs. Claims	T	0.2 450.00	90.00 Billable
#351594	Rvw and analyze supplement to Motion of Debtors For Entry of Order Pursuant to 11 USC Section 105(a) and General Order M-390 Authorizing Implementation of Alternative Dispute Resolution Procedures, Including Mandatory Mediation			
2/16/10	mhamersky / Inter Off Memo Claims	T	0.2 345.00	69.00 Billable
#351792	Review EC memo re: Summary ADR procedures re: AVN/SunTrust aircraft leases			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/16/10	mhamersky / Comm. Others Claims	T	0.1 345.00	34.50 Billable
#351793	Email w Alix Partners re: AVN/SunTrust aircraft leases			
2/16/10	echafetz / Revise Docs. Claims	T	1.2 450.00	540.00 Billable
#351837	Rvs memorandum summarizing proposed ADR Procedures including mandatory mediation re: Relevance to the AVN/GE Capital and Sun Trust claims			
2/16/10	foswald / Comm. Profes. Claims	T	0.2 810.00	162.00 Billable
#351887	Emails EC re AVN damages calculation.			
2/17/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#351828	Rvw e-mail from MH to FAO re: Issues with the SunTrust leases and potential estimation of claims			
2/17/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#351839	Rvw e-mail chain b/w RKM and MH re: Issues with the SunTrust leases and issues concerning reasonableness of sale price for underlying planes			
2/17/10	echafetz / OC/TC strategy Claims	T	0.2 450.00	90.00 Billable
#351840	OC w/ MH re: Issues with ADR Procedures and the SunTrust leases			
2/17/10	echafetz / OC/TC strategy Claims	T	0.1 450.00	45.00 Billable
#351866	OC w/ FAO re: Counsel calls and next steps for AVN/GE Capital claims resolution			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/17/10	echafetz / Comm. Others Claims	T	0.3 450.00	135.00 Billable
#351868	Draft e-mail to M. Smith of Alix Partners re: Status of AVN/GE Capital claim resolution and scheduling call with D. Renner of GM to discuss reasonableness of amounts received for planes and stipulated loss values			
2/17/10	echafetz / OC/TC strategy Claims	T	0.1 450.00	45.00 Billable
#351929	OC w/ RKM re: Various issues with determining reasonableness of sale amounts for aircraft underlying the AVN/GE Capital and Sun Trust leases			
2/17/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#351931	Rvw e-mail from M. Smith of Alix Partners re: Call with D. Renner of GM concerning reasonableness of sale amounts for aircraft and stipulated loss values for the AVN/GE Capital leases			
2/17/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#351955	Rvw e-mail from MH to RKM re: Issues with whether the SunTrust leases require planes to be sold in a commercially resonable way			
2/17/10	mhamersky / Exam/Analysis Claims	T	0.9 345.00	310.50 Billable
#351969	Review and analysis of SunTrust aircraft lease re: Lessee's rights to intervene in sale of aircraft			
2/17/10	mhamersky / Inter Off Memo Claims	T	0.3 345.00	103.50 Billable
#351970	Draft memo re: Lessee's rights to intervene in sale of aircraft & status of SunTrust aircraft sale			
2/17/10	mhamersky / Comm. Profes. Claims	T	0.2 345.00	69.00 Billable
#351971	Email w opposing counsel re: Status of SunTrust aircraft sale			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/17/10	mhamersky / OC/TC strategy Claims	T	0.2 345.00	69.00 Billable
#351972	OC w EC re: Status of SunTrust aircraft sale & ADR procedures			
2/17/10	foswald / Inter Off Memo Claims	T	0.2 810.00	162.00 Billable
#352028	Emails MH re follow-up communications with SunTrust counsel, aircraft disposition values, etc.			
2/17/10	foswald / OC/TC strategy Claims	T	0.3 810.00	243.00 Billable
#352029	Conference with EC re AVN aircraft reject. claim open issues, 5 planes - disposition/mitigation, etc.			
2/17/10	foswald / Review Docs. Claims	T	0.8 810.00	648.00 Billable
#352033	Review calculations of stipulated loss termination claims vs. FMV with mitigation at contracted discount rate and others to determine reasonableness of aircraft rejection claims.			
2/17/10	foswald / Comm. Profes. Claims	T	0.2 810.00	162.00 Billable
#352034	Email M. Smith at Alix re calculations of stipulated loss termination claims vs. FMV with mitigation at contracted discount rate and others to determine reasonableness of aircraft rejection claims.			
2/17/10	rmilin / Correspondence Claims	T	0.2 715.00	143.00 Billable
#353835	Exchange of emails w/MDH, EC and others re lease discretion			
2/17/10	rmilin / OC/TC strategy Claims	T	0.1 715.00	71.50 Billable
#353836	OC w/EC re AVN strategic issues			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/18/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#351996	Draft e-mail to counsel for AVN/GE Capital re: Status of claim resolution			
2/18/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#351999	Draft e-mail to M. Smith of Alix Partners re: Scheduling call with D. Renner of GM to discuss plane valuation and reasonableness of stipulated loss values			
2/19/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#352372	Rvw and respond to e-mail from M. Smith of Alix Partners re: Scheduling call to speak to D. Renner of GM about reasonableness of stipulated loss values and amount planes are being sold for			
2/19/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#352625	Conference with EC re AVN lease rejection mitigation, call with Alix and GM representative 2/22.			
2/22/10	echafetz / OC/TC strategy Claims	T	0.1 450.00	45.00 Billable
#352576	TC w/ FAO re: Various issues with value of the AVN/GE Capital claim			
2/22/10	echafetz / Review Docs. Claims	T	0.5 450.00	225.00 Billable
#352727	OC w/ FAO re: Preparation for call with M. Smith and D. Head of Alix Partners and D. Renner of GM re: Status of and next steps with the AVN/GE Capital claim (.2); P/C w/ FAO to M. Smith and D. Head of Alix Partners and D. Renner of GM re: Status of and next steps with the AVN/GE Capital claim (.3)			
2/22/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#352728	Rvw e-mail from M. Smith of Alix Partners re: Call in information for call with D. Renner of GM			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/22/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#352730	Rvw e-mail from M. Smith of Alix Partners re: Calculation of remaining lease payments owed on the AVN / GE Capital planes if lease not rejected; Rvw and analyze chart concerning remaining lease payments			
2/22/10	foswald / Comm. Profes. Claims	T	0.5 810.00	405.00 Billable
#352968	Conference call with D. Head, M. Smith, D. Renner and EC re aircraft lease rejection claim issues.			
2/22/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#352971	Post call with EC re next steps with AVN counsel.			
2/22/10	foswald / Review Docs. Claims	T	1.1 810.00	891.00 Billable
#352972	Review select portions of AVN/GE Agreements and claim components for basis to seek further mitigation/reductions to \$130 million rejection claim.			
2/22/10	foswald / Prep. Ct./Calls Claims	T	0.5 810.00	405.00 Billable
#352990	Prepare for call with Alix representatives and D. Renner at GM re aircraft leases, rejection claims, mitigation and related issues.			
2/22/10	foswald / Review Docs. Claims	T	0.2 810.00	162.00 Billable
#352991	Review M. Smith email and attachments with new calculation.			
2/22/10	foswald / OC/TC strategy Claims	T	0.2 810.00	162.00 Billable
#352992	Conference with EC re issues for Renner/Alix call re AVN.			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/22/10	echafetz / Review Docs. Claims	T	0.3 450.00	135.00 Billable
#353096	Rvw and analyze various documents in preparation for call with M. Smith and D. Head of Alix Partners and D. Renner of GM re: Status of and next steps with the AVN/GE Capital claim			
2/23/10	echafetz / OC/TC strategy Claims	T	0.1 450.00	45.00 Billable
#352905	OC w/ FAO re: Reaching out to Weil attorneys to discuss procedural steps for resolving AVN/GE Capital claims			
2/23/10	echafetz / Comm. Others Claims	T	0.1 450.00	45.00 Billable
#352907	P/C to E. Lederman of Weil re: Status of the AVN/GE Capital claims			
2/23/10	echafetz / Review Docs. Claims	T	0.4 450.00	180.00 Billable
#352948	Rvw and analyze entered order authorizing the implementation of ADR Procedures re: Relevance to resolving the AVN/GE Capital and SunTrust claims			
2/23/10	foswald / Review Docs. Claims	T	0.7 810.00	567.00 Billable
#353999	Review additional information provide by AVN counsel re reduction of rej. damages claim/mitigation.			
2/24/10	echafetz / Comm. Others Claims	T	0.2 450.00	90.00 Billable
#353340	P/C with counsel for AVN / GE Capital re: Issues with and status of claim resolution and ADR procedures			
2/25/10	foswald / Inter Off Memo Claims	T	0.6 810.00	486.00 Billable
#354896	Emails RM and DS re factual and legal due diligence to address Alliance motion to amend claim post bar date.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/26/10	echafetz / Comm: Others Claims	T	0.2 450.00	90.00 Billable
#353680	Draft e-mail to and review response from FAO re: Status of the AVN/GE Capital claims and obtaining documentation supporting sale prices of planes			
		Matter Total:	52.40	27,489.50
<b>Matter: Fee Application/Fee Statements</b>				
2/18/10	mhamersky / Exam/Analysis Fee Application/Fee Statements	T	0.3 345.00	103.50 Billable
#352227	Review and analysis of fee summary			
2/18/10	sratner / Draft Documents Fee Application/Fee Statements	T	0.9 800.00	720.00 Billable
#356305	Assist with drafting first fee statement.			
2/22/10	echafetz / Review Docs. Fee Application/Fee Statements	T	0.4 450.00	180.00 Billable
#352797	Rvw, analyze and rvs portion of TS&S's monthly fee statement concerning Deutsche Bank set off issues			
2/22/10	foswald / Review Docs. Fee Application/Fee Statements	T	0.8 810.00	648.00 Billable
#352986	Review and edit/redact January services entries as needed for statement.			
2/22/10	foswald / Revise Docs. Fee Application/Fee Statements	T	0.3 810.00	243.00 Billable
#352987	Review and revise narrative for January statement.			
2/22/10	foswald / Inter Off Memo Fee Application/Fee Statements	T	0.1 810.00	81.00 Billable
#352988	Email SER/RKM re DB setoff work for January statement.			
2/22/10	sratner / Correspondence Fee Application/Fee Statements	T	0.3 800.00	240.00 Billable
#354072	Email exchange FAO re preparation of first monthly fee statement.			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/25/10	sratner / Revise Docs. Fee Application/Fee Statements	T	0.4 800.00	320.00 Billable
#354188	Review/revise GM monthly fee statement.			
2/25/10	sratner / Correspondence Fee Application/Fee Statements	T	0.3 800.00	240.00 Billable
#354189	Emails FAO, DP re finalizing monthly fee statement.			
2/25/10	foswald / Revise Docs. Fee Application/Fee Statements	T	0.3 810.00	243.00 Billable
#354894	Finalize draft of initial fee statement.			
2/25/10	foswald / Inter Off Memo Fee Application/Fee Statements	T	0.1 810.00	81.00 Billable
#354895	Email DP re initial fee statement.			
2/25/10	dperson / Comm. Profes. Fee Application/Fee Statements	T	0.1 285.00	28.50 Billable
#356275	Email communications with FAO Re: initial fee statement.			
2/25/10	dperson / Correspondence Fee Application/Fee Statements	T	0.3 285.00	85.50 Billable
#356277	Email communications with FAO & SER Re: finalizing monthly fee statement.			

Matter Total: 4.60 3,213.50

**Matter: General**

2/1/10	atogut / Review Docs. General	T	1.9 935.00	1,776.50 Billable
#360290	Review sale materials for conflicts work including pleadings review re same			

Matter Total: 1.90 1,776.50

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
<b>Matter: Non Real Property Lease Exec.</b>				
2/1/10	foswald / Exam/Analysis Non Real Property Lease Exec. Con.	T	1.3 810.00	1,053.00 Billable
#350179	Continue due diligence concerning the Learning Center contracts assumed and assigned and New GM motion to vacate.			
2/1/10	foswald / Inter Off Memo Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#350180	Email EN re Learning Center due diligence, FRCP 60 support, etc.			
2/2/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	0.1 810.00	81.00 Billable
#348723	Review lease termination agreement.			
2/4/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	0.4 295.00	118.00 Billable
#349218	Review Knowledge Learning Company's rejection and GM's responses concerning the assumption and assignment of contracts.			
2/4/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	1.1 810.00	891.00 Billable
#349697	Preliminary review of Kindercare/KLC documents (contract, assumption, later rejection notice, vacatur motion, etc.)			
2/4/10	foswald / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#349698	Conference NM re additional information for Kindercare matter.			
2/4/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.5 810.00	405.00 Billable
#349700	Call with J. Smolinsky and E. Lederman re Kindercare/KLC contract issues concerning NewCo seeking to vacate assumption and assignment.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/4/10	foswald / Inter Off Memo Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#349702	Conference with EN re Kindercare matter/due diligence.			
2/4/10	foswald / Inter Off Memo Non Real Property Lease Exec. Con.	T	0.1 810.00	81.00 Billable
#349704	Email to partners re Kindercare contract dispute.			
2/5/10	rimoss / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#349712	OC w/ FAO re: discussing the KinderCare objection to the rejection of its contracts (.1). Confer with EN regarding the status of the project (.1).			
2/8/10	enovikoff / Review Docs. Non Real Property Lease Exec. Con.	T	0.6 275.00	165.00 Billable
#349906	Review GM Motion for Declaratory Relief or Rescind Agreement with Knowledge Learning Corp.			
2/8/10	enovikoff / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.7 275.00	192.50 Billable
#349908	Email memos to FAO re: summary of GM Motion for Declaratory Relief or Rescind Agreement with Knowledge Learning Corp. and general issues raised by Motion			
2/8/10	enovikoff / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.3 275.00	82.50 Billable
#349909	OC with FAO re: GM Motion for Declaratory Relief or Rescind Agreement with Knowledge Learning Corp.			
2/8/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	0.3 810.00	243.00 Billable
#351396	Review EN memo re factual due diligence report, open questions an issues - Learning Center.			
2/8/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#351397	Email CC counsel re Learning Center contract, New GM motion to vacate assumption/assignment.			



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2/8/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	1.2 810.00	972.00 Billable
#351398	Review Learning Center underlying agreement/potential claims.			
2/9/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.5 295.00	147.50 Billable
#350257	OC with FAO and EN re: discussing motion papers concerning the assumption and assignment of KinderCare's contracts and related issues.			
2/9/10	enovikoff / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.7 275.00	192.50 Billable
#350258	OC with FAO and NM re: next steps for preparing response to GM Knowledge Learning Corp. Motion (.5) and follow up OC with NM re: same (.2)			
2/9/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	0.5 295.00	147.50 Billable
#350263	Review GM's motion for declaratory relief regarding the KLC contracts.			
2/9/10	nmoss / Research Non Real Property Lease Exec. Con.	T	1.0 295.00	295.00 Billable
#350361	Research cases cited to in GM's motion for declaratory relief regarding the KLC contracts.			
2/9/10	nmoss / Research Non Real Property Lease Exec. Con.	T	1.5 295.00	442.50 Billable
#350364	Review cases cited in the GM motion for declaratory relief concerning the assumption and assignment of KLC's contracts. Review SDNY cases concerning Rule 60(b)(1).			
2/9/10	enovikoff / Review Docs. Non Real Property Lease Exec. Con.	T	0.6 275.00	165.00 Billable
#350384	Review Debtor's eighth omnibus rejection motion and Knowledge Learning Corp objection to rejection			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/9/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#350404	OC w/ EN re: discussing issues related to the assumption and assignment of the KLC contracts.			
2/10/10	nmoss / Research Non Real Property Lease Exec. Con.	T	1.1 295.00	324.50 Billable
#350477	Research SDNY case law concerning Rule 60(b)(1) and mutual mistake.			
2/10/10	nmoss / Research Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#350506	Research Judge Gerber decisions concerning Rule 60(b).			
2/10/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.7 295.00	206.50 Billable
#350522	OC w/ EN re: discussing issues related to GM's Rule 60(b) motion and review of motion and associated exhibits, including discussion of relevant case law.			
2/10/10	nmoss / Research Non Real Property Lease Exec. Con.	T	0.3 295.00	88.50 Billable
#350523	Research and review SDNY cases concerning mutual mistake.			
2/10/10	enovikoff / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.7 275.00	192.50 Billable
#350525	OC with NM re: general issues raised by GM Knowledge Learning Corp Motion, rule 60(b) mutual mistake, and review of filings			
2/10/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	0.9 295.00	265.50 Billable
#350539	Review SDNY bankruptcy cases concerning the application of Rule 60(b).			
2/10/10	nmoss / Research Non Real Property Lease Exec. Con.	T	1.0 295.00	295.00 Billable
#355297	Research SDNY case law concerning Rule 60(b)(1) and mutual mistake.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/11/10	enovikoff / Exam/Analysis Non Real Property Lease Exec. Con.	T	4.3 275.00	1,182.50 Billable
#350674	Examine pleadings and schedules re: identify issues in response to GM Motion to rescind Knowledge Learning Corp assumption			
2/11/10	nmoss / Research Non Real Property Lease Exec. Con.	T	1.0 295.00	295.00 Billable
#350688	Review Judge Lifland and Judge Gerber rule 60(b) decisions.			
2/11/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#350713	OC w/EN re: discussing issues underlying GM's Rule 60b motion with respect to the KLC cure agreement.			
2/11/10	enovikoff / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.6 275.00	165.00 Billable
#350715	OCs with NM re: issues raised by GM Motion to rescind assumption and assignment of Knowledge Learning Corp sublease			
2/11/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	0.4 295.00	118.00 Billable
#350737	Review Judge Gerber decisions concerning Rule 60(b).			
2/11/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#350846	OC w/ EN re: review of exhibits to the Rule 60(b) motion and discussion of the relevant case law.			
2/12/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.3 810.00	243.00 Billable
#351506	Call with CC counsel re New GM motion to vacate Learning Center contract.			
2/16/10	nmoss / Prepare Meeting Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#351367	Review case law and prepare for meeting with FAO regarding the KinderCare Rule 60(b) motion.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/17/10	enovikoff / Prepare Meeting Non Real Property Lease Exec. Con.	T	0.1 275.00	27.50 Billable
#351798	Prepare for meeting with FAO and NM re: GM Motion for Relief or Rescind Knowledge Learning Corp contract			
2/17/10	enovikoff / OC/TC strategy Non Real Property Lease Exec. Con.	T	1.0 275.00	275.00 Billable
#351803	OC with FAO and NM re: issues responding to GM Motion for Relief or Rescind Knowledge Learning Corp agreement (.8) and follow up OCs with NM (.2)			
2/17/10	enovikoff / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.6 275.00	165.00 Billable
#351831	Email memo to FAO re: outstanding issues in response to GM Motion			
2/17/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.8 295.00	236.00 Billable
#351877	OC w/ FAO and EN re: discussing Rule 60(b), the documents underlying GM's motion to vacate the KLC's contracts and related issues.			
2/17/10	nmoss / Draft Documents Non Real Property Lease Exec. Con.	T	1.0 295.00	295.00 Billable
#351922	Draft memo for FAO concerning Rule 60(b) law and review final memo of EN's fact summary.			
2/17/10	nmoss / Prepare Meeting Non Real Property Lease Exec. Con.	T	0.7 295.00	206.50 Billable
#351968	Prepare for meeting with FAO and EN regarding Rule 60(b) and GM's motion to vacate the assumption and assignment of Knowledge Learning Center's contracts.			
2/17/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#352052	Email J. Smolinski re update on Kindercare contract matter.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/17/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.4 810.00	324.00 Billable
#352053	Communications with Committee counsel re Kindercare/New GM contract motion, issues and strategy for estate.			
2/17/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	1.3 810.00	1,053.00 Billable
#352054	Review N. Moss memo and select cases re GM support for FRCP60 motion.			
2/17/10	foswald / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.8 810.00	648.00 Billable
#352055	Conference with EN and NM re update on facts due diligence and research concerning motions to vacate based on "mistake" under FRCP60, additional information needed and issues to address.			
2/17/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.4 810.00	324.00 Billable
#352056	Emails D. Head/M. Smith at Alix re update on facts due diligence and research concerning motions to vacate based on "mistake" under FRCP60, additional information needed and issues to address.			
2/18/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.1 810.00	81.00 Billable
#353224	Email D. Head re call to discuss Kindercare contract.			
2/18/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.5 810.00	405.00 Billable
#353225	Call with Head and Smith at Alix re Kindercare additional due diligence, issues raised, strategy for addressing motion to vacate.			
2/18/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	2.2 810.00	1,782.00 Billable
#353226	Review additional documents/agreements, amendments and emails provided by M. Smith related to Kindercare assumption and assignment, obligations, etc.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/19/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.5 810.00	405.00 Billable
#352623	Call with D. Head and M. Smith of Alix re Kindercare contract/GM motion to vacate assumption, issues and strategy, coordinating with Committee.			
2/19/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	1.8 810.00	1,458.00 Billable
#352624	Review amendments to agreements and additional information concerning Kindercare Agreement provided by Alix.			
2/19/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#352626	Email Rogoff and Sherrit re additional information on Kindercare.			
2/22/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	1.4 295.00	413.00 Billable
#352774	Review the sublease agreement between Saturn and KinderCare.			
2/22/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	0.9 295.00	265.50 Billable
#352775	Review amendments and addendum to the sublease agreement between Saturn and KinderCare.			
2/22/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#352796	TC w/ Jennifer Sharret (Kramer Levin - Creditors' Committee) concerning the KinderCare sublease.			
2/22/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#352813	OC w/ FAO re: discussing damages arising out of termination of the KinderCare sublease.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/22/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	1.4 295.00	413.00 Billable
#352815	Review the KinderCare Sublease and all amendments and addendum thereto.			
2/22/10	nmoss / Review Docs. Non Real Property Lease Exec. Con.	T	0.3 295.00	88.50 Billable
#352818	Review and revise summary of the KinderCare sublease provisions relating to the damages or admin claims.			
2/22/10	nmoss / Draft Documents Non Real Property Lease Exec. Con.	T	0.7 295.00	206.50 Billable
#352819	Draft summary of the KinderCare sublease provisions relating to damages and possible admin claims.			
2/22/10	foswald / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.3 810.00	243.00 Billable
#352989	Conferences with NB re analysis of termination provisions and claims attendant to KinderCare Agreement.			
2/23/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.5 295.00	147.50 Billable
#352943	Listen to voicemail from J. Sharret (counsel for the creditor's committee) and TC w/ same regarding their position on the KinderCare contract issues.			
2/23/10	nmoss / Correspondence Non Real Property Lease Exec. Con.	T	0.1 295.00	29.50 Billable
#352949	Review email from J. Sharret, counsel for the CC, regarding adjournment of the KinderCare hearing.			
2/23/10	nmoss / Comm. Others Non Real Property Lease Exec. Con.	T	0.3 295.00	88.50 Billable
#353011	Multiple email exchanges and TC w/ Jennifer Sharret, Creditors' Committee, regarding adjournment of the hearing on the KinderCare related issues.			

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2/23/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.4 295.00	118.00 Billable
#353012	Participate in TC w/ J. Sharret, Creditors' Committee, and J. Sgroi, counsel for New Gm, regarding issues related to the KinderCare motion and potential resolution.			
2/23/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353040	OC w/ FAO re: discussing Creditors' Committee position on the KinderCare motion and the possible adjournment of the hearing.			
2/23/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353092	OC w/ EN re: discussing the status of the KinderCare motion and hearing.			
2/23/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#353997	Communications with CC counsel re GM motion to vacate KinderCare contract.			
2/23/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#353998	Communications with GM re GM motion to vacate KinderCare contract.			
2/24/10	nmoss / Correspondence Non Real Property Lease Exec. Con.	T	0.1 295.00	29.50 Billable
#353196	Correspondence with J. Sharret (Creditors' Committee) regarding the KinderCare motion.			
2/24/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353382	OC w/ EN re: discussing the status of the KinderCare motion.			



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2/24/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353383	TC w/ J. Sharret, Creditors' Committee, regarding adjournment of the hearing on the KinderCare motion.			
2/24/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.3 295.00	88.50 Billable
#353384	TC w/ J. Sgroi, counsel for New GM, regarding adjournment of the KinderCare hearing.			
2/24/10	nmoss / Correspondence Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353386	Email exchanges with J. Sgroi, counsel for New GM, and J. Sharret, Creditors' Committee, regarding the adjournment of the KinderCare motion.			
2/24/10	nmoss / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353415	TC w/ J. Sharret re: discussing adjournment of the KinderCare hearing.			
2/24/10	nmoss / Correspondence Non Real Property Lease Exec. Con.	T	0.1 295.00	29.50 Billable
#353417	Review correspondence from counsel for New GM regarding adjournment of the KinderCare hearing.			
2/24/10	nmoss / Correspondence Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353458	OC w/ FAO re: discussing the status of the KinderCare motion (.1). Correspondence with FAO re: the same (.1).			
2/24/10	foswald / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 810.00	162.00 Billable
#353523	Conference NM re discussion with GM counsel concerning motion to vacate KinderCare assign			
2/24/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.5 810.00	405.00 Billable
#353524	TC with KinderCare counsel re GM motion to vacate, possible resolution, issues involved, adj of motion, etc.			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/24/10	foswald / Review Docs. Non Real Property Lease Exec. Con.	T	0.8 810.00	648.00 Billable
#353525	Review additional research results concerning rule 60			
2/24/10	enovikoff / OC/TC strategy Non Real Property Lease Exec. Con.	T	0.2 275.00	55.00 Billable
#353915	OCs with NM re: status of GM motion to rescind Knowledge Learning Corp agreement			
2/25/10	nmoss / Correspondence Non Real Property Lease Exec. Con.	T	0.1 295.00	29.50 Billable
#353543	Review correspondence from FAO regarding adjournment of the KinderCare hearing.			
2/25/10	nmoss / Correspondence Non Real Property Lease Exec. Con.	T	0.2 295.00	59.00 Billable
#353544	Email exchange between J. Sharret, Creditors' Committee, and J. Sgroi, counsel for New GM, regarding adjournment of the KinderCare hearing and potential resolution of the underlying issues.			
2/25/10	foswald / Comm. Profes. Non Real Property Lease Exec. Con.	T	0.1 810.00	81.00 Billable
#354897	Email Smolinsky re KinderCare status.			
Matter Total:			48.40	22,516.00

**Matter: Other Litigation**

2/1/10	mhamersky / Research Other Litigation	T	2.6 345.00	897.00 Billable
#348073	Research of law re: Secondary sources discussing discretion as it relates to prepetition obligations re: Deutsche Bank setoff			
2/1/10	sratner / Comm. Profes. Other Litigation	T	0.4 800.00	320.00 Billable
#350018	TCs with A. Steinberg re status DB setoff motion and issues re same.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/1/10	sratner / Comm. Profes. Other Litigation	T	0.3 800.00	240.00 Billable
#350019	TC with R. Berkovich re status/strategy DB setoff motion and issues re same.			
2/1/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#351674	OC w/SER re strategic issues relevant to DB setoff			
2/1/10	rmilin / Comm. Profes. Other Litigation	T	0.3 715.00	214.50 Billable
#351675	Conf w/SER and counsel for new GM re next steps re DB setoff			
2/1/10	rmilin / Research Other Litigation	T	1.6 715.00	1,144.00 Billable
#351676	Legal research re mutuality and setoff validity issues			
2/2/10	mhamersky / OC/TC strategy Other Litigation	T	0.2 345.00	69.00 Billable
#348703	OC w BM re: Research issues re: Deutsche Bank setoff			
2/2/10	mhamersky / OC/TC strategy Other Litigation	T	0.3 345.00	103.50 Billable
#348704	OC w RKM re: Research issues re: Deutsche Bank setoff			
2/2/10	mhamersky / Research Other Litigation	T	0.8 345.00	276.00 Billable
#348705	Research of law re: Timing of ISDA Setoff re: Deutsche Bank setoff			
2/2/10	sratner / Comm. Profes. Other Litigation	T	0.9 800.00	720.00 Billable
#350030	TCs A. Steinberg, R. Berkovich, J. Clark re status/strategy DB setoff motion.			

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2/2/10	sratner / OC/TC strategy Other Litigation	T	0.8 800.00	640.00 Billable
#350031	Conference with RKM, AT re status and strategy re DB setoff motion.			
2/2/10	sratner / Correspondence Other Litigation	T	0.5 800.00	400.00 Billable
#350032	Emails R. Berkovich, A. Steinberg, RKM re adjournment of DB setoff motion and related matters.			
2/2/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#351687	Review of email stream between GM and Weil forwarded by SER re DB setoff			
2/2/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#351688	OC w/AT and SER re status, strategy etc. re DB setoff			
2/2/10	rmilin / Comm. Profes. Other Litigation	T	0.3 715.00	214.50 Billable
#351689	Conf w/A. Steinberg re legal issues posed by DB setoff			
2/2/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#351691	OC w/MDH re research issues relevant to setoff claim			
2/2/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#351692	Exchange of emails w/J. Clark re extension issues for DB setoff			
2/2/10	rmilin / OC/TC strategy Other Litigation	T	0.6 715.00	429.00 Billable
#351694	OCs w/SER re legal and strategic issues for DB setoff claim, current developments, follow up to conferences w/A. Steinberg and AT, etc.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/2/10	rmilin / Comm. Profes. Other Litigation	T	0.2 715.00	143.00 Billable
#351695	Conf w/SER and J. Clark re request for extension in dealing with DB setoff claim			
2/2/10	rmilin / Comm. Profes. Other Litigation	T	0.2 715.00	143.00 Billable
#351696	Conf w/SER and A. Steinberg re issues relevant to DB setoff claim			
2/2/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#351698	Drafting email to SER re status of my legal research			
2/2/10	atogut / Inter Off Memo Other Litigation	T	0.1 935.00	93.50 Billable
#360291	E-mail exchange RM re extension of motion			
2/2/10	atogut / OC/TC strategy Other Litigation	T	0.3 935.00	280.50 Billable
#360292	OC RM re extension of motion and strategy			
2/2/10	atogut / OC/TC strategy Other Litigation	T	0.5 935.00	467.50 Billable
#360293	OC SER re extension of motion and strategy			
2/3/10	mhamersky / Research Other Litigation	T	0.7 345.00	241.50 Billable
#348762	Research of law re: Related pleadings re: Deutsche Bank setoff dispute			
2/3/10	rmilin / Exam/Analysis Other Litigation	T	0.2 715.00	143.00 Billable
#351724	Preliminary review of emailed memo from Alston & Bird			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/3/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#351725	Exchange of emails w/AT and SER re discovery and next steps			
2/3/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#351726	OCs w/SER re discovery issue raised by AT and related matters			
2/3/10	rmilin / Comm. Profes. Other Litigation	T	0.1 715.00	71.50 Billable
#351727	Call to and conf w/J. Clark re status of setoff issues			
2/3/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#351728	Drafting email to AT and SER re conference w/J. Clark and next steps			
2/3/10	sratner / Review Docs. Other Litigation	T	0.8 800.00	640.00 Billable
#352195	Review memo from New GM counsel (S. Davidson) re transfer DB ISDA receivable on sale, etc.			
2/3/10	sratner / Correspondence Other Litigation	T	0.7 800.00	560.00 Billable
#352202	Emails RKM, AT, R. Berkovich re New GM position re DB interest rate swaps and status/strategy setoff motion.			
2/3/10	sratner / OC/TC strategy Other Litigation	T	0.6 800.00	480.00 Billable
#352203	Conference with RKM re status/strategy DB setoff motion and New GM position re interest rate swaps, etc.			
2/3/10	sratner / Comm. Profes. Other Litigation	T	0.4 800.00	320.00 Billable
#352204	TC with R. Berkovich re status/strategy DB setoff motion and legal/factual issues presented by same.			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/3/10	atogut / Inter Off Memo Other: Litigation	T	0.2 935.00	187.00 Billable
#360294	E-mail exchange RM re swap issues			
2/5/10	mhamersky / Research Other Litigation	T	0.9 345.00	310.50 Billable
#349834	Research of law re: Debentures and setoff re: Deutsche Bank setoff dispute			
2/5/10	sratner / OC/TC strategy Other Litigation	T	0.6 800.00	480.00 Billable
#351559	Conference with RKM re status/strategy DB setoff motion and legal/factual issues re same.			
2/5/10	sratner / Correspondence Other Litigation	T	0.4 800.00	320.00 Billable
#351560	Emails RKM, J. Clark re adjournment of DB setoff motion and discovery needed by Old GM, etc.			
2/5/10	sratner / OC/TC strategy Other Litigation	T	0.4 800.00	320.00 Billable
#351564	Conference with RKM re DB master ISDA vs. confirmation issues for setoff, etc.			
2/5/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#351743	OC w/SER re status of DB setoff dispute			
2/5/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#351745	Drafting email to AT re status of DB setoff dispute			
2/5/10	rmilin / Research Other Litigation	T	1.4 715.00	1,001.00 Billable
#351746	Research re ISDA master and related issues for DB setoff			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/5/10	rmilin / Comm. Profes. Other Litigation	T	0.3 715.00	214.50 Billable
#351747	Conf w/ISDA representatives re master agreement issues relevant to DB setoff			
2/5/10	rmilin / Exam/Analysis Other Litigation	T	0.4 715.00	286.00 Billable
#351748	Review of S. Davidson's emailed argument re DB setoff			
2/5/10	rmilin / Draft Documents Other Litigation	T	0.9 715.00	643.50 Billable
#351749	Preliminary work on drafting response to S. Davidson or preparing oral response re DB setoff			
2/5/10	rmilin / Research Other Litigation	T	0.2 715.00	143.00 Billable
#351750	Research re opposing counsel in DB setoff dispute			
2/7/10	rmilin / Exam/Analysis Other Litigation	T	0.9 715.00	643.50 Billable
#351753	DB setoff: analyzing contractual issues			
2/8/10	echafetz / OC/TC strategy Other Litigation	T	0.1 450.00	45.00 Billable
#349951	TC w/ RKM and MH re: Various issues with Duetsche Bank setoff motion			
2/8/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#350036	OC w/ MH re: Various issues with Deutsche Bank set off motion			
2/8/10	mhamersky / Comm. Profes. Other Litigation	T	0.9 345.00	310.50 Billable
#350458	TC w RKM & King & Spaulding re: Deutsche Bank setoff issues			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/8/10	mhamersky / Prepare Meeting Other Litigation	T	0.2 345.00	69.00 Billable
#350459	Prepare for TC w RKM & King & Spaulding re: Deutsche Bank setoff issues			
2/8/10	mhamersky / OC/TC strategy Other Litigation	T	0.6 345.00	207.00 Billable
#350460	OC w RKM re: Deutsche Bank setoff issues			
2/8/10	mhamersky / Comm. Profes. Other Litigation	T	0.1 345.00	34.50 Billable
#350461	Email w King & Spaulding re: Deutsche Bank setoff issues			
2/8/10	mhamersky / OC/TC strategy Other Litigation	T	0.2 345.00	69.00 Billable
#350462	OC w EC re: Deutsche Bank setoff issues			
2/8/10	mhamersky / Exam/Analysis Other Litigation	T	0.7 345.00	241.50 Billable
#350464	Review and analysis of Deutsche Bank motion and exhibits re: Deutsche Bank setoff issues			
2/8/10	mhamersky / Exam/Analysis Other Litigation	T	1.2 345.00	414.00 Billable
#350465	Review and analysis of Sale Agreement re: Deutsche Bank setoff issues			
2/8/10	mhamersky / Exam/Analysis Other Litigation	T	0.6 345.00	207.00 Billable
#350466	Review and analysis of Schedules to Sellers' Disclosure Statement re: Deutsche Bank setoff issues			
2/8/10	sratner / OC/TC strategy Other Litigation	T	0.7 800.00	560.00 Billable
#351623	Conference with RKM re status/strategy DB setoff motion and legal/factual issues presented by same.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/8/10	sratner / Review Docs. Other Litigation	T	0.4 800.00	320.00 Billable
#351630	Review RKM memo re call with New GM counsel re DB setoff issues and related matters.			
2/8/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#351755	DB setoff: Exchange of emails w/DP, J. Clark, R. Berkovich, and SER re notice of adjournment			
2/8/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#351756	DB setoff: OC w/SER re next steps			
2/8/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#351758	DB setoff: OC w/MDH re status and strategy			
2/8/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#351759	DB setoff: OC w/DP re serving notice of adjournment			
2/8/10	rmilin / Comm. Profes. Other Litigation	T	0.1 715.00	71.50 Billable
#351761	DB setoff: Review of email and voice mail from S. Donaldson			
2/8/10	rmilin / Exam/Analysis Other Litigation	T	2.2 715.00	1,573.00 Billable
#351762	DB setoff: Continuing to analyze and develop arguments in response to King & Spalding to prepare for conference re substantive issues, including review of ISDA Master, sale order, email from Davidson, DB's motion and related documents			
2/8/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#351763	DB setoff: Call to and exchange of emails w/J. Clark re adjournment			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/8/10	rmilin / Comm. Profes. Other Litigation	T	0.9 715.00	643.50 Billable
#351767	DB setoff: Conf w/A. Steinberg and S. Davidson re entitlement to DB swap payment			
2/8/10	rmilin / OC/TC strategy Other Litigation	T	0.6 715.00	429.00 Billable
#351768	DB setoff: Confs w/MDH re preparing for and follow up to call w/new GM's counsel re DB swap payment			
2/8/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#351769	DB setoff: Exchange of emails w/SER and R. Berkovich re extension and due dates			
2/8/10	rmilin / Correspondence Other Litigation	T	0.4 715.00	286.00 Billable
#351770	DB setoff: Drafting email summary of call w/Steinberg, including prior summaries, for SER and possibly AT			
2/8/10	dperson / Prep Filing/Svc Other Litigation	T	0.3 285.00	85.50 Billable
#354636	Prepared NOA re: Deutsche Bank Motion for setoff issues.			
2/8/10	dperson / Comm. Profes. Other Litigation	T	0.3 285.00	85.50 Billable
#354646	Numerous communications with RM & SER & JC @ Bingham re: Deutsche Bank Motion for setoff issues.			
2/8/10	dperson / Comm. Profes. Other Litigation	T	0.5 285.00	142.50 Billable
#354694	communications with GCG re: Service issues related to NOA of hearing on Deutsche Bank Motion for setoff issues. (2X) (.4) followup communication with RM re: same (.1)			
2/9/10	mhamersky / OC/TC strategy Other Litigation	T	0.2 345.00	69.00 Billable
#350416	OC w RKM re: Deutsche Bank setoff issues			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/9/10	mhamersky / Comm. Profes. Other Litigation	T	0.1 345.00	34.50 Billable
#350417	Email w King & Spaulding re: Deutsche Bank setoff issues			
2/9/10	sratner / Correspondence Other Litigation	T	0.3 800.00	240.00 Billable
#351632	Emails R. Berkovich re request by New GM counsel for meeting re DB setoff motion.			
2/9/10	sratner / Correspondence Other Litigation	T	0.3 800.00	240.00 Billable
#351633	Emails AT, RKM re request by New GM counsel for meeting re DB setoff issue.			
2/9/10	sratner / Correspondence Other Litigation	T	0.2 800.00	160.00 Billable
#351634	Emails DP re adjourned dates on DB setoff motion.			
2/9/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#352272	DB setoff: OC w/MH re recent developments			
2/9/10	rmilin / Correspondence Other Litigation	T	0.4 715.00	286.00 Billable
#352274	DB setoff: Exchange of emails w/AT and S. Davidson re next steps			
2/9/10	rmilin / Comm. Profes. Other Litigation	T	0.2 715.00	143.00 Billable
#352275	DB setoff: Confs w/S. Davidson re proposed meeting			
2/9/10	rmilin / Exam/Analysis Other Litigation	T	1.9 715.00	1,358.50 Billable
#352277	DB setoff: Analyzing, and drafting talking points concerning, relevant provisions of ISDA Master and related documents in preparation for meeting with King & Spalding			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/9/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#352278	DB setoff: Exchange of emails w/SER re request to contact client to prepare for meeting with new GM's counsel			
2/9/10	dperson / Prep Filing/Svc Other Litigation	T	0.4 285.00	114.00 Billable
#352550	Filed NOA re: Deutsche Bank Setoff Motion			
2/9/10	dperson / Comm. Profes. Other Litigation	T	0.2 285.00	57.00 Billable
#354782	followup communications with B. Keane @ GCG re: NOA Deutsche Bank Setoff Motion			
2/9/10	dperson / Correspondence Other Litigation	T	0.2 285.00	57.00 Billable
#354799	Email communications with SER Re: adjourned dates on DB setoff motion.			
2/9/10	atogut / Review Docs. Other Litigation	T	0.1 935.00	93.50 Billable
#360296	Review report re King & Spaulding call			
2/9/10	atogut / Inter Off Memo Other Litigation	T	0.4 935.00	374.00 Billable
#360297	Extensive e-mails RM re GM meeting			
2/11/10	sratner / Correspondence Other Litigation	T	0.3 800.00	240.00 Billable
#351650	Emails RKM, AT re status/strategy meeting with New GM re DB setoff motion.			
2/11/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#352311	DB setoff: Exchange of emails w/AT, S. Davidson, R. Berkovich and SER re client contact and proposed meeting with new GM			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/11/10	rmilin / Exam/Analysis Other Litigation	T	0.2 715.00	143.00 Billable
#352313	DB setoff: Review of article re potentially relevant Lehman decision and related order			
2/11/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#352314	DB setoff: OCs w/DP re obtaining relevant Lehman papers			
2/11/10	rmilin / Exam/Analysis Other Litigation	T	0.8 715.00	572.00 Billable
#352315	DB setoff: Review of Lehman setoff papers			
2/11/10	dperson / Research Other Litigation	T	2.1 285.00	598.50 Billable
#355655	Assist RM with research re: relevancy of lehman documents related to DB setoff motion. (1.3) Research opinions/articles re: same (.8)			
2/12/10	mhamersky / Research Other Litigation	T	0.5 345.00	172.50 Billable
#351096	Research of law re: Mutuality and debentures re: Deutsche Bank setoff issue			
2/12/10	sratner / Correspondence Other Litigation	T	0.6 800.00	480.00 Billable
#351655	Emails RKM, R. Berkovich, H. Kim and others re DB setoff documentation and related matters.			
2/12/10	sratner / OC/TC strategy Other Litigation	T	0.3 800.00	240.00 Billable
#351658	Conference with RKM re status/strategy DB setoff and legal/factual issues presented by same.			
2/12/10	rmilin / Comm. Profes. Other Litigation	T	0.3 715.00	214.50 Billable
#352327	DB setoff: Conf w/R. Berkovich re identifying client rep for meeting with new GM			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/12/10	rmilin / Correspondence Other Litigation	T	0.5 715.00	357.50 Billable
#352329	DB setoff: Exchange of emails w/R. Berkovich, SER and AT re status of proposed meeting with new GM			
2/12/10	rmilin / Comm. Profes. Other Litigation	T	0.2 715.00	143.00 Billable
#352330	DB setoff: Conf w/S. Davidson re status of proposed meeting and next steps			
2/12/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#352331	DB setoff: Exchange of emails w/Weil re documents needed			
2/12/10	rmilin / Exam/Analysis Other Litigation	T	0.4 715.00	286.00 Billable
#352334	DB setoff: Review of documents provided by Weil			
2/12/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#352335	DB setoff: Confs w/SER re next steps and strategic issues			
2/12/10	atogut / Inter Off Memo Other Litigation	T	0.2 935.00	187.00 Billable
#360298	E-mails RM re DB setoff issues			
2/13/10	atogut / Inter Off Memo Other Litigation	T	0.1 935.00	93.50 Billable
#360299	E-mail RM re DB setoff and automatic termination			
2/16/10	sratner / Review Docs. Other Litigation	T	1.2 800.00	960.00 Billable
#351916	Review DB interest swap confirms provided by Bingham and RKM memos re same.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/16/10	rmilin / Exam/Analysis Other Litigation	T	1.4 715.00	1,001.00 Billable
#353816	Review of indentures and related documents to develop arguments in opposition to set off			
2/16/10	dperson / Review Docs. Other Litigation	T	0.9 285.00	256.50 Billable
#355777	Assist RM with review of claims re: DB Motion for setoff			
2/17/10	echafetz / OC/TC strategy Other Litigation	T	0.9 450.00	405.00 Billable
#351928	OC w/ RKM re: Various issues with no action clause in Indenture governing GM bonds and its effect on on Deutsche Bank's attempted setoff			
2/17/10	echafetz / Research Other Litigation	T	1.4 450.00	630.00 Billable
#351932	Research, review and analyze cases construing whether a legal or beneficial holder of a bond or other asset can effect a set off re: Deutsche Bank set off issues			
2/17/10	mhamersky / OC/TC strategy Other Litigation	T	0.2 345.00	69.00 Billable
#351966	OC w RKM re: Open research issues re: Deutsche Bank setoff dispute			
2/17/10	mhamersky / Research Other Litigation	T	0.6 345.00	207.00 Billable
#351967	Research of law re: Timing of ISDA setoff re: Deutsche Bank setoff dispute			
2/17/10	mhamersky / Exam/Analysis Other Litigation	T	0.2 345.00	69.00 Billable
#351973	Review and analysis of debenture re: Deutsche Bank setoff dispute			



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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/17/10	echafetz / Research Other Litigation	T	1.2 450.00	540.00 Billable
#352253	Research, review and analyze cases construing no action clauses in bond indentures re: Deutsche Bank set off issues			
2/17/10	sratner / Correspondence Other Litigation	T	0.5 800.00	400.00 Billable
#352401	Emails AT, RKM re status DB setoff issues and need to resolve Old GM/New GM.			
2/17/10	sratner / OC/TC strategy Other Litigation	T	0.4 800.00	320.00 Billable
#352402	Conference with RKM re status/strategy DB setoff motion and legal/factual issues re same.			
2/17/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#353830	DB setoff: OC w/SER re research issues and next steps			
2/17/10	rmilin / OC/TC strategy Other Litigation	T	0.9 715.00	643.50 Billable
#353831	DB setoff: OC w/EC re research issues, particularly concerning indentures			
2/17/10	rmilin / Comm. Profes. Other Litigation	T	0.2 715.00	143.00 Billable
#353832	DB setoff: Calls to R. Berkovich re status inquiry			
2/17/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#353833	DB setoff: Drafting email to SER and AT re current status			
2/17/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#353834	DB setoff: OC w/MDH re strategic issues			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/17/10	dperson / Comm. Profes. Other Litigation	T	1.2 285.00	342.00 Billable
#355991	Followup communications with B. Keane re: Deutsche Bank Claims (.3) reviewed additional claims filed by D&B for bond information (.7) communications with RM re: same (.2)			
2/17/10	atogut / Inter Off Memo Other Litigation	T	0.1 935.00	93.50 Billable
#360300	E-mail to RM re UCC position of DB setoff			
2/18/10	echafetz / Comm. Others Other Litigation	T	0.2 450.00	90.00 Billable
#352218	Rvw e-mails from RKM re: Indentures related to GM bonds held by Deutsche Bank and proofs of claim filed by Deutsche bank			
2/18/10	echafetz / Comm. Others Other Litigation	T	0.2 450.00	90.00 Billable
#352223	Draft e-mail to RKM re: Case law concerning no action clauses in bond indentures and the Trust Indenture Act of 1939 re: Deutsche Bank set off issues			
2/18/10	echafetz / Comm. Others Other Litigation	T	0.2 450.00	90.00 Billable
#352228	Draft e-mail to RKM re: Case law concerning whether a beneficial interest is needed prior to effecting a set off re: Deutsche Bank set off issues			
2/18/10	echafetz / OC/TC strategy Other Litigation	T	0.4 450.00	180.00 Billable
#352256	Multiple OCs w/ RKM re: Various issues with Deutsche Bank set off research			
2/18/10	echafetz / Research Other Litigation	T	1.8 450.00	810.00 Billable
#352412	Continue researching, reviewing and analyzing cases construing whether a legal or beneficial holder of a bond or other asset can effect a set off re: Deutsche Bank set off issues			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/18/10	echafetz / Research Other Litigation	T	2.9 450.00	1,305.00 Billable
#352415	Continue researching, reviewing and analyzing cases construing no action clauses in bond indentures re: Deutsche Bank set off issues			
2/18/10	rmilin / Comm. Profes. Other Litigation	T	0.6 715.00	429.00 Billable
#353847	DB setoff: Conf w/R. Berkovich and J. Smolinsky re procedure and next steps for resolving GM/DB dispute			
2/18/10	rmilin / OC/TC strategy Other Litigation	T	0.4 715.00	286.00 Billable
#353848	OCs w/SER re next steps and issues discussed with Weil re moving DB setoff matter forward			
2/18/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#353849	Drafting email to AT and SER summarizing call w/Weil re DB setoff			
2/18/10	rmilin / OC/TC strategy Other Litigation	T	0.4 715.00	286.00 Billable
#353850	DB setoff: Confs w/EC re research issues			
2/18/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#353851	DB setoff: OC w/AT re status and research issues			
2/18/10	rmilin / Exam/Analysis Other Litigation	T	0.8 715.00	572.00 Billable
#353852	Review of indentures to develop further arguments in opposition to setoff			
2/18/10	rmilin / Draft Documents Other Litigation	T	0.6 715.00	429.00 Billable
#353853	Drafting and revising description of work performed with respect to DB setoff issues and airline leases			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/18/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#353854	DB setoff: OC w/MDH re work performed with respect to airline leases			
2/18/10	sratner / OC/TC strategy Other Litigation	T	0.4 800.00	320.00 Billable
#356304	Conference with RKM re status/strategy legal/factual issues re DB setoff motion, etc.			
2/18/10	sratner / Review Docs. Other Litigation	T	0.3 800.00	240.00 Billable
#356306	Review memo from RKM re call with WGM re DB setoff motion.			
2/18/10	atogut / OC/TC strategy Other Litigation	T	0.1 935.00	93.50 Billable
#360301	E-mail RM re DB setoff strategy			
2/18/10	atogut / Comm. Profes. Other Litigation	T	0.1 935.00	93.50 Billable
#360302	E-mail Eckstein re UCC contact			
2/19/10	echafetz / Research Other Litigation	T	1.9 450.00	855.00 Billable
#352258	Continue researching, reviewing and analyzing cases construing no action clauses in bond indentures re: Deutsche Bank set off issues			
2/19/10	echafetz / Comm. Others Other Litigation	T	1.1 450.00	495.00 Billable
#352369	Research and draft e-mail to RKM re: Various cases construing exceptions to no action clauses consistent with those included in relevant Deutsche Bank bond indenture agreements			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/19/10	echafetz / Comm. Others Other Litigation	T	0.5 450.00	225.00 Billable
#352385	Research and draft e-mail to RKM re: Summary of Merrill Lynch case concerning set off of swaps and bonds re: Deutsche Bank set off issues (.4); Rvw and analyze appellate division decision affirming Merrill Lynch case (.1)			
2/19/10	echafetz / Comm. Others Other Litigation	T	0.4 450.00	180.00 Billable
#352389	Research and draft e-mail to RKM re: J.P. Morgan decision concerning beneficial ownership of bonds re: Deutsche Bank set off issues			
2/19/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#352454	OC w/ RKM re: Follow up issues with respect to Deutsche Bank's attempted set off			
2/19/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#353866	Exchange of emails w/AT and SER re next steps re DB setoff			
2/19/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#353867	Conf w/EC re his research results re DB setoff			
2/19/10	rmilin / Research Other Litigation	T	0.7 715.00	500.50 Billable
#353868	Research re DB setoff issues			
2/19/10	sratner / Correspondence Other Litigation	T	0.4 800.00	320.00 Billable
#356376	Emails AT, RKM re status/strategy DB setoff motion			
2/21/10	rmilin / Draft Documents Other Litigation	T	2.6 715.00	1,859.00 Billable
#353875	Drafting and revising memo analyzing potential arguments concerning setoff			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/21/10	rmilin / Research Other Litigation	T	0.4 715.00	286.00 Billable
#353877	Legal research to assist in drafting memo re DB setoff issues			
2/21/10	rmilin / Exam/Analysis Other Litigation	T	0.2 715.00	143.00 Billable
#353879	Review of motion papers and other documents for inclusion in memo re DB setoff issues			
2/22/10	echafetz / Research Other Litigation	T	2.8 450.00	1,260.00 Billable
#352545	Continue researching, reviewing and analyzing cases construing whether a bondholder is a legal and/or beneficial owner and whether a legal or beneficial holder of a bond or other asset can effect a set off re: Deutsche Bank set off issues			
2/22/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#352575	TC w/ RKM re: Various issues with Deutsche Bank set off research			
2/22/10	echafetz / Research Other Litigation	T	0.6 450.00	270.00 Billable
#352683	Research, review and analyze cases where a set off has been allowed in the context of a bond indenture			
2/22/10	echafetz / Review Docs. Other Litigation	T	1.2 450.00	540.00 Billable
#352709	Begin reviewing and analyzing December 15, 1990 indenture covering GM bonds owned by Duetsche Bank to determine whether it speaks to set off			
2/22/10	echafetz / Comm. Others Other Litigation	T	0.3 450.00	135.00 Billable
#352814	Research and draft e-mail to RKM re: Result of research into whether a party must be a beneficial and legal owner of a bond or other asset prior to exercising set off rights			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/22/10	mhamersky / OC/TC strategy Other Litigation	T	0.6 345.00	207.00 Billable
#352827	OC w RKM re: Deutsche Bank setoff research issues			
2/22/10	mhamersky / Research Other Litigation	T	0.4 345.00	138.00 Billable
#352828	Research of law re: Collier's on determining whether claim arose before commencement of case re: Deutsche Bank setoff			
2/22/10	mhamersky / Research Other Litigation	T	2.6 345.00	897.00 Billable
#352829	Research of law re: Conduct test vs. relationship test in 2nd Circuit re: Deutsche Bank setoff			
2/22/10	rmilin / OC/TC strategy Other Litigation	T	0.1 715.00	71.50 Billable
#353881	OC w/AT re his request for a memo analyzing DB setoff issues for discussion with creditors' committee			
2/22/10	rmilin / Draft Documents Other Litigation	T	2.9 715.00	2,073.50 Billable
#353883	Drafting and revising memorandum to AT summarizing DB setoff issues and incorporating new research and findings			
2/22/10	rmilin / Exam/Analysis Other Litigation	T	0.4 715.00	286.00 Billable
#353884	Review of indentures and other documents relevant to DB setoff issues to assist in drafting memo to AT			
2/22/10	rmilin / Research Other Litigation	T	0.8 715.00	572.00 Billable
#353885	Legal research re DB setoff issues, particularly indenture and pre- and post-petition issues			
2/22/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#353886	Drafting email to SER, EC and MDH re memo to AT summarizing DB setoff issues			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/22/10	atogut / OC/TC strategy Other Litigation	T	0.1 935.00	93.50 Billable
#360303	OC RM re DB setoff issues			
2/23/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#352877	Rvw e-mail from RKM.re: Memo to AT concerning Deutsche Bank's attempted set off			
2/23/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#352878	Rvw e-mail from SER to RKM re: Comments to memo to AT concerning Deutsche Bank's attempted set off			
2/23/10	echafetz / Review Docs. Other Litigation	T	0.6 450.00	270.00 Billable
#352879	Rvw, analyze and comment on memo from RKM to AT re: Deutsche Bank setoff issues			
2/23/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#352911	Multiple TCs w/ RKM re: Various issues with Deutsche bank setoff			
2/23/10	echafetz / OC/TC strategy Other Litigation	T	0.1 450.00	45.00 Billable
#352926	OC w/ MH re: Various issues with the Lehman Brothers Metavante decision and its relevance to the Deutsche Bank set off issues			
2/23/10	echafetz / Review Docs. Other Litigation	T	0.5 450.00	225.00 Billable
#352935	Rvw and analyze December 7, 1995 GM bond Indenture re: Issues with Deutsche Bank's attempted set off			
2/23/10	echafetz / Comm. Others Other Litigation	T	0.4 450.00	180.00 Billable
#352942	Rvw e-mail from RKM to AT re: Memorandum summarizing DB setoff issues (.1); Rvw and analyze final version of memorandum (.3)			



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2/23/10	echafetz / Research Other Litigation	T	1.5 450.00	675.00 Billable
#352953	Continue researching, reviewing and analyzing cases where a set off has been allowed in the context of a bond indenture re: Deutsche Bank set off issues			
2/23/10	echafetz / Comm. Others Other Litigation	T	0.5 450.00	225.00 Billable
#353025	Research and draft e-mail to RKM re: Opinion concerning legal and beneficial ownership in the context of debentures/notes/bonds covered by an indenture			
2/23/10	echafetz / Review Docs. Other Litigation	T	0.3 450.00	135.00 Billable
#353070	Rvw and analyze various documents in preparation for meeting with RKM re: Deutsche Bank setoff issues			
2/23/10	echafetz / Review Docs. Other Litigation	T	0.9 450.00	405.00 Billable
#353091	Rvw and analyze select portions of the Trustee Indenture Act of 1939 re: Relevance to Deutsche Bank's setoff motion			
2/23/10	echafetz / OC/TC strategy Other Litigation	T	0.4 450.00	180.00 Billable
#353116	OC w/ RKM re: Research related to Deutsche Bank set off issues			
2/23/10	echafetz / Research Other Litigation	T	1.4 450.00	630.00 Billable
#353117	Research, review and analyze cases construing whether acceleration is appropriate under exception to no action clause in GM bond indentures covering Deutsche Bank's bonds			
2/23/10	mhamersky / Revise Docs. Other Litigation	T	0.7 345.00	241.50 Billable
#353125	Revise memo summarizing Deutsche Bank setoff legal arguments			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/23/10	mhamersky / Research Other Litigation	T	0.9 345.00	310.50 Billable
#353126	Research of law re: Lehman Brothers decisions affecting Deutsche Bank setoff dispute			
2/23/10	mhamersky / OC/TC strategy Other Litigation	T	0.2 345.00	69.00 Billable
#353127	OC w MD re: Lehman Brothers decisions affecting Deutsche Bank setoff dispute			
2/23/10	mhamersky / OC/TC strategy Other Litigation	T	0.3 345.00	103.50 Billable
#353128	OC w RKM re: Memo summarizing Deutsche Bank setoff legal arguments			
2/23/10	rmilin / OC/TC strategy Other Litigation	T	0.4 715.00	286.00 Billable
#353892	DB setoff: OC w/EC re research issues and next steps for future research re indenture issues			
2/23/10	rmilin / Correspondence Other Litigation	T	0.4 715.00	286.00 Billable
#353895	Exchange of emails w/AT, EC, SER and MDH re memo summarizing setoff issues			
2/23/10	rmilin / Revise Docs. Other Litigation	T	1.6 715.00	1,144.00 Billable
#353896	Revising memo to AT summarizing setoff issues			
2/23/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#353899	Exchange of emails w/SER and AT re DB setoff client contact			
2/23/10	sratner / Review Docs. Other Litigation	T	0.8 800.00	640.00 Billable
#354076	Review draft memo re factual/legal issues implicated by DB setoff motion.			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/23/10	sratner / Correspondence Other Litigation	T	0.4 800.00	320.00 Billable
#354077	Emails RKM re draft memo concerning DB setoff motion.			
2/23/10	atogut / Comm. Profes. Other Litigation	T	0.1 935.00	93.50 Billable
#360304	TC Lauren Macsond re DB setoff motion, intro call			
2/23/10	atogut / Review Docs. Other Litigation	T	4.8 935.00	4,488.00 Billable
#360305	Review setoff research re DB setoff issues.			
2/24/10	echafetz / Research Other Litigation	T	3.8 450.00	1,710.00 Billable
#353174	Continuing researching, reviewing and analyzing cases construing whether acceleration is appropriate under exception to no action clause in GM bond indentures covering Deutsche Bank's bonds			
2/24/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353321	Rvw e-mail from RKM to AT and SER re: Argument that Deutsche Bank cannot set off the full face amount of its GM bonds as a result of language in indentures governing GM bonds			
2/24/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353401	Draft e-mail to RKM re: Cases supporting argument acceleration is appropriate under exception to no action clause in GM bond indentures covering Deutsche Bank's bonds			
2/24/10	echafetz / Research Other Litigation	T	1.6 450.00	720.00 Billable
#353402	Research in the CCH securities reporter and other secondary sources whether acceleration of bond principle falls under exception to no action clause in GM bond indentures covering Deutsche Bank's bonds			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/24/10	echafetz / OC/TC strategy Other Litigation	T	0.3 450.00	135.00 Billable
#353428	OCs and TCs w/ RKM re: Issues with section 362(b)(17) and section 560 set off research			
2/24/10	echafetz / Research Other Litigation	T	2.4 450.00	1,080.00 Billable
#353429	Research whether sections 362(b)(17) and 560 of the Code allow for the set off of safe harbored and non-safe harbored obligations			
2/24/10	mhamersky / OC/TC strategy Other Litigation	T	0.4 345.00	138.00 Billable
#353443	OC w RKM re: Deutsche Bank setoff research summary			
2/24/10	mhamersky / Research Other Litigation	T	1.1 345.00	379.50 Billable
#353444	Research of law re: Unpublished Lehman Brothers opinions on swap agreements re: Deutsche Bank setoff			
2/24/10	mhamersky / Research Other Litigation	T	0.8 345.00	276.00 Billable
#353445	Research of law re: Enron opinions on swap agreements re: Deutsche Bank setoff			
2/24/10	mhamersky / Research Other Litigation	T	1.2 345.00	414.00 Billable
#353446	Research of law re: Cases sent by Weil Gotshal re: Deutsche Bank setoff			
2/24/10	echafetz / OC/TC strategy Other Litigation	T	0.3 450.00	135.00 Billable
#353563	OC w/ RKM re: Results of research into whether acceleration of bond principle falls under exception to no action clause in GM bond indentures covering Deutsche Bank's bonds			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/24/10	echafetz / OC/TC strategy Other Litigation	T	0.4 450.00	180.00 Billable
#353564	OC w/ RKM re: Drafting section of expanded memorandum concerning argument that acceleration of bond principle falls under exception to no action clause in GM bond indentures covering Deutsche Bank's bonds			
2/24/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#353906	DB setoff: Exchange of emails w/T. Morrow, AT and SER re proposed conference			
2/24/10	rmilin / Prepare Meeting Other Litigation	T	0.4 715.00	286.00 Billable
#353908	Drafting list of questions to ask Alix re DB setoff			
2/24/10	rmilin / OC/TC strategy Other Litigation	T	0.6 715.00	429.00 Billable
#353910	OCs w/EC re research results and other issues relevant to DB setoff			
2/24/10	rmilin / Draft Documents Other Litigation	T	3.9 715.00	2,788.50 Billable
#353912	Drafting and revising expanded memo to AT re setoff issues			
2/24/10	rmilin / Research Other Litigation	T	1.1 715.00	786.50 Billable
#353913	Legal research necessary for expanding memo to AT re setoff issues			
2/24/10	sratner / Correspondence Other Litigation	T	0.8 800.00	640.00 Billable
#354184	Emails RKM, AT re status/strategy client meeting re DB setoff motion and legal issues.			
2/24/10	atogut / Inter Off Memo Other Litigation	T	0.3 935.00	280.50 Billable
#360306	Extensive e-mails for DB coordination call with Alix			

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2/25/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#353489	OC w/ RKM re: Various issues with Deutsche Bank set off research			
2/25/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353490	Rvw e-mail from RKM re: Issues with commentaries on the Trust Indenture Act of 1939 re: Deutsche Bank set off issues			
2/25/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353491	Rvw e-mail from RKM re: Expanded memorandum on Deutsche Bank set off issues			
2/25/10	echafetz / Review Docs. Other Litigation	T	1.1 450.00	495.00 Billable
#353494	Rvw, analyze, cite check and comment on expanded memorandum on Deutsche Bank set off issues			
2/25/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353497	Rvw e-mail from RKM to AT re: Outline for call with Alix Partners and status of memorandum on Deutsche Bank set off issues			
2/25/10	echafetz / Research Other Litigation	T	2.4 450.00	1,080.00 Billable
#353565	Continue researching secondary sources addressing whether acceleration is appropriate under exception to no action clause in GM bond indentures covering Deutsche Bank's bonds			
2/25/10	echafetz / OC/TC strategy Other Litigation	T	0.2 450.00	90.00 Billable
#353569	TC w/ RKM re: Issues with the Deutsche Bank set off research and assumption of the ISDA master			

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Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/25/10	echafetz / Comm. Others Other Litigation	T	0.2 450.00	90.00 Billable
#353571	Draft various e-mails to and TCs w/ DP re: Locating cases and orders addressing issues with Deutsche Bank set off research			
2/25/10	echafetz / Review Docs. Other Litigation	T	0.7 450.00	315.00 Billable
#353574	Rvw and analyze the docket and conduct various internet searches to determine when the Deutsche Bank ISDA Master agreement was assumed and assigned			
2/25/10	echafetz / Review Docs. Other Litigation	T	0.4 450.00	180.00 Billable
#353581	Rvw and analyze indentures provided by Alix Partners and conduct internet research to determine if we were provided indentures related to GM bonds denominated in pounds			
2/25/10	echafetz / OC/TC strategy Other Litigation	T	0.3 450.00	135.00 Billable
#353595	TC w/ RKM re: Issues with ISDA Master agreement covering Deutsche Bank swaps and dates the swaps were executed (.1); Rvw and analyze various documents to determine relevant dates (.2)			
2/25/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353620	Rvw e-mail from MH re: Request for comments on expanded memorandum concerning Deutsche Bank set off issues			
2/25/10	echafetz / Review Docs. Other Litigation	T	1.6 450.00	720.00 Billable
#353624	Rvw, analyze and comment on section of expanded memorandum concerning whether the Deutsche bank swap agreement was an excluded asset under the asset purchase agreement			

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2/25/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353636	Rvw e-mail from RKM re: Requesting comments on expanded memorandum on Deutsche Bank set off issues			
2/25/10	mhamersky / OC/TC strategy Other Litigation	T	0.7 345.00	241.50 Billable
#353638	OC w RKM re: Memo summarizing Deutsche Bank setoff issues			
2/25/10	mhamersky / OC/TC strategy Other Litigation	T	0.2 345.00	69.00 Billable
#353639	OC w EC re: Memo summarizing Deutsche Bank setoff issues			
2/25/10	mhamersky / Exam/Analysis Other Litigation	T	0.6 345.00	207.00 Billable
#353640	Review and analysis of ISDA Master re: Memo summarizing Deutsche Bank setoff issues			
2/25/10	mhamersky / Exam/Analysis Other Litigation	T	0.8 345.00	276.00 Billable
#353641	Review and analysis of Master Purchase Agreement re: Memo summarizing Deutsche Bank setoff issues			
2/25/10	mhamersky / Exam/Analysis Other Litigation	T	1.1 345.00	379.50 Billable
#353642	Review and analysis of Sale Order re: Memo summarizing Deutsche Bank setoff issues			
2/25/10	mhamersky / Revise Docs. Other Litigation	T	1.9 345.00	655.50 Billable
#353643	Review, analysis and revise multiple drafts of memo summarizing Deutsche Bank setoff issues			
2/25/10	echafetz / Comm. Others Other Litigation	T	0.1 450.00	45.00 Billable
#353648	Rvw e-mail from RKM to AT re: Expanded analysis of the GM/Deutsche Bank set off issues			



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2/25/10	echafetz / OC/TC strategy Other Litigation	T	0.3 450.00	135.00 Billable
#353701	Multiple TCs w/ RKM re: Determining if we were provided indentures related to GM bonds denominated in pounds			
2/25/10	rmilin / OC/TC strategy Other Litigation	T	0.9 715.00	643.50 Billable
#353914	Multiple confs w/EC and MDH re research, substantive and cite-checking issues for setoff memo			
2/25/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#353916	DB setoff: Drafting email to AT re status of drafting efforts, questions to ask Alix, and strategic issues			
2/25/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#353917	Exchange of emails w/T. Morrow re GM setoff issues			
2/25/10	rmilin / Research Other Litigation	T	0.4 715.00	286.00 Billable
#353918	Factual and legal research incidental to drafting expanded memo to AT re setoff issues			
2/25/10	rmilin / Correspondence Other Litigation	T	0.3 715.00	214.50 Billable
#353919	Exchange of emails w/SER and AT re expanded memo re setoff issues			
2/25/10	rmilin / Draft Documents Other Litigation	T	3.2 715.00	2,288.00 Billable
#353920	Drafting and revising expanded memo to AT discussing issues with respect to DB setoff and rights relative to new GM, including in particular drafting discussion of MLC's and new GM's respective rights			
2/25/10	rmilin / Comm. Profes. Other Litigation	T	0.2 715.00	143.00 Billable
#353921	Conf w/J. Clark re setoff issues and document production			

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2/25/10	sratner / OC/TC strategy Other Litigation	T	0.4 800.00	320.00 Billable
#354190	TC with RKM re status/strategy legal/factual issues presented by DB setoff motion, etc.			
2/25/10	sratner / Revise Docs. Other Litigation	T	0.9 800.00	720.00 Billable
#354191	Review/revise memo re legal/factual issues presented by DB setoff motion and emails RKM re same.			
2/25/10	dperson / Comm. Others Other Litigation	T	0.2 285.00	57.00 Billable
#356279	Numerous e-mails/TCs w/ EC Re: Locating cases and orders addressing issues with Deutsche Bank set off research			
2/25/10	dperson / Research Other Litigation	T	0.7 285.00	199.50 Billable
#356280	Assist with Research Re: Locating cases and orders addressing issues with Deutsche Bank set off issues.			
2/26/10	echafetz / Research Other Litigation	T	3.2 450.00	1,440.00 Billable
#353697	Continue researching case law and secondary sources addressing whether acceleration of bond principle falls under exception to no action clause in indenture			
2/26/10	echafetz / OC/TC strategy Other Litigation	T	0.3 450.00	135.00 Billable
#353703	OCs w/ RKM re: Recap of call with AT and Alix Partners			
2/26/10	echafetz / Review Docs. Other Litigation	T	0.2 450.00	90.00 Billable
#353713	Rvw claims filed in case to determine if fiscal and paying agent agreement for bonds issued in pounds was filed with claim re: Deutsche Bank set off issues			
2/26/10	mhamersky / Inter Off Memo Other Litigation	T	0.4 345.00	138.00 Billable
#354555	Review and analysis of RKM Deutsche Bank setoff memo			

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2/26/10	rmilin / Comm. Client Other Litigation	T	0.9 715.00	643.50 Billable
#355163	Conf call w/AT, B. Gaston and T. Morrow re DB setoff status and strategy, and next steps			
2/26/10	rmilin / Prep. Ct./Calls Other Litigation	T	0.4 715.00	286.00 Billable
#355164	Preparing and drafting outline for call w/T. Morrow re DB setoff			
2/26/10	rmilin / OC/TC strategy Other Litigation	T	0.2 715.00	143.00 Billable
#355166	Conf w/AT to prepare for call and discuss factual issues re DB setoff			
2/26/10	rmilin / Correspondence Other Litigation	T	0.5 715.00	357.50 Billable
#355167	Drafting summary of call w/T. Morrow re DB setoff for AT and SER			
2/26/10	rmilin / Correspondence Other Litigation	T	0.2 715.00	143.00 Billable
#355169	Exchange of emails w/AT and SER re follow up to DB setoff			
2/26/10	rmilin / Correspondence Other Litigation	T	0.1 715.00	71.50 Billable
#355170	DB setoff: Exchange of emails w/J. Clark re foreign bond documents			
2/26/10	rmilin / Exam/Analysis Other Litigation	T	0.3 715.00	214.50 Billable
#355172	DB setoff: Review of foreign bond prospectus sent by J. Clark			
2/26/10	rmilin / OC/TC strategy Other Litigation	T	0.3 715.00	214.50 Billable
#355173	DB setoff: OC w/SER re today's call, next steps and strategic issues			

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/26/10	atogut / Review Docs. Other Litigation	T	0.1 935.00	93.50 Billable
#360307	Review Alix conference summary notes			
2/26/10	atogut / Inter Off Memo Other Litigation	T	0.1 935.00	93.50 Billable
#360308	E-mail RM re Alix conference summary notes			
2/26/10	atogut / Revise Docs. Other Litigation	T	0.1 935.00	93.50 Billable
#360309	Revise January fee statement			
2/26/10	atogut / Comm. Profes. Other Litigation	T	0.9 935.00	841.50 Billable
#360310	Conference call Gaston & Marrow re DB setoff strategy			
2/26/10	atogut / OC/TC strategy Other Litigation	T	0.2 935.00	187.00 Billable
#360311	OC RM to prepare for DB setoff strategy			
Matter Total:			159.20	91,995.00

GM/Motors Liquidation

2/1/2010...2/28/2010.

**atogut, Segal & Segal LLP**  
**Client Billing Report**

3/30/2010  
1:21:41 PM

Date Slip Number		T/E	Hours Rate	Slip Amount Billing Status
2/26/10	atogut / Review Docs. Other Litigation	T	0.1 935.00	93.50 Billable
#360307	Review Alix conference summary notes			
2/26/10	atogut / Inter Off Memo Other Litigation	T	0.1 935.00	93.50 Billable
#360308	E-mail RM re Alix conference summary notes			
2/26/10	atogut / Revise Docs. Other Litigation	T	0.1 935.00	93.50 Billable
#360309	Revise January fee statement			
2/26/10	atogut / Comm. Profes. Other Litigation	T	0.9 935.00	841.50 Billable
#360310	Conference call Gaston & Marrow re DB setoff strategy			
2/26/10	atogut / OC/TC strategy Other Litigation	T	0.2 935.00	187.00 Billable
#360311	OC RM to prepare for DB setoff strategy			
Matter Total:			159.20	91,995.00

**Matter: General**

2/1/10	atogut / Fax General	E	0.0 0.22	0.22 Billable
#352445	TS&S Monthly facsimile transmissions for February 2010.			
2/1/10	atogut / Postage General	E	0.0 0.44	0.44 Billable
#354054	TS&S monthly postage for February 2010.			
2/1/10	atogut / Online Research General	E	0.0 581.95	581.95 Billable
#356740	TS&S monthly on-line research (LexisNexis) for February 2010.			